

**XJ International Holdings Co., Ltd.**  
40th Floor, Dah Sing Financial Centre,  
No. 248 Queen's Road East,  
Wanchai, Hong Kong

Attn.: Mr. Wang Huiwu

**Orient Securities Limited**  
Room 2204, 22/F, New World Tower 1,  
16-18 Queen's Road Central,  
Central, Hong Kong

Attn.: Mr. Lee Nga Ching

21 August 2025

Dear Sirs,

Re: Placing agreement (the "Placing Agreement") dated 30 July 2025 entered into between XJ International Holdings Co., Ltd. (the "Company") and Orient Securities Limited (the "Placing Agent") (collectively, the "Parties") in relation to the placing of up to 464,973,996 new shares in the capital of the Company

Reference is made to the Placing Agreement. Unless otherwise stated, capitalised terms used in this letter but not defined herein shall have the same meanings ascribed to them in the Placing Agreement.

The Parties hereby agree that:-

Definitions of "Placing Shares" shall be deleted in their entirety and replaced with the following:

"Placing Shares"                      up to an aggregate of 471,737,544 new Shares to be allotted and issued pursuant to the terms and conditions of this Agreement and which will rank *pari passu* in all respects with the Shares in issue at the date of allotment of the Placing Shares

Save and except otherwise provided in this letter, all other terms and conditions of the Placing Agreement shall remain in full force and effect.

This letter may be executed by the Parties in any number of counterparts and on separate counterparts, each of which, when executed and delivered, shall be an original but all of which shall together constitute the same instrument and are binding on the Parties.

This letter shall be governed by and construed in accordance with the laws of Hong Kong. Clause 16 of the Placing Agreement (Governing law, jurisdiction and service of process) shall apply *mutatis mutandis* to this letter.

This letter and the Placing Agreement shall constitute and shall be construed as a single agreement.

**[SIGNATURE PAGES TO FOLLOW]**

For and on behalf of  
**XJ International Holdings Co., Ltd.**

汪 翊 武

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Name: Mr. Wang Huiwu  
Position: Director

In the presence of:

For and on behalf of  
**Orient Securities Limited**

Accepted and acknowledged by:



Name: Mr. Lee Nga Ching

Position:

In the presence of: