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## **Zhong Jia Guo Xin Holdings Company Limited**

**中加國信控股股份有限公司**

*(incorporated in Bermuda with limited liability)*

**(Stock Code: 899)**

### **RESULTS OF THE VALID ACCEPTANCES AND APPLICATIONS FOR THE RIGHTS SHARES AND NUMBER OF UNSUBSCRIBED RIGHTS SHARES AND NQS UNSOLD RIGHTS SHARES SUBJECT TO THE COMPENSATORY ARRANGEMENTS**

Reference is made to the prospectus (the “**Prospectus**”) of Zhong Jia Guo Xin Holdings Company Limited (the “**Company**”) dated 3 December 2025 in relation to the Rights Issue. Unless otherwise defined herein, capitalized terms used herein shall have the same meanings as those defined in the Prospectus.

As at the Record Date, the total number of issued Shares was 148,386,336 Shares, and the maximum number of Shares to be issued pursuant to the Rights Issue is 296,772,672 Rights Shares.

#### **RESULTS OF THE VALID ACCEPTANCES AND APPLICATIONS FOR THE RIGHTS SHARES**

The Board announces that as at 4:00 p.m. on Wednesday, 17 December 2025, being the Latest Time for Acceptance, a total of 5 valid applications had been received for a total of 167,352,542 Rights Shares, representing approximately 56.39% of the total number of Rights Shares offered under the Rights Issue.

## **NUMBER OF UNSUBSCRIBED RIGHTS SHARES AND NQS UNSOLD RIGHTS SHARES SUBJECT TO THE COMPENSATORY ARRANGEMENTS**

Pursuant to Rule 7.21(1)(b) of the Listing Rules, the Company has made arrangements to dispose of 129,420,130 Unsubscribed Rights Shares by offering such Unsubscribed Rights Shares to Placees for the benefit of the relevant No Action Shareholders and Non-Qualifying Shareholders. There will be no excess application arrangements in relation to the Rights Issue.

It was disclosed in the Prospectus that the Company has appointed the Placing Agent to place the Unsubscribed Rights Shares and the NQS Unsold Rights Shares after the Latest Time for Acceptance to independent placees on a best effort basis. Any premium over the Subscription Price for those Rights Shares that is realised will be paid to the No Action Shareholders on a pro-rata basis. The Placing Agent will on a best effort basis, procure, by not later than 4:00 p.m., on Tuesday, 6 January 2026, acquirers for all (or as many as possible) of those Unsubscribed Rights Shares and the NQS Unsold Rights Shares if a premium over the Subscription Price can be obtained. Any Unsubscribed Rights Shares and the NQS Unsold Rights Shares remain not placed after completion of the Placing Arrangement will not be issued by the Company and the size of the Rights Issue will be reduced accordingly.

Net Gain (if any) will be paid (without interest) to the No Action Shareholders and Non-Qualifying Shareholders as set out below on a pro-rata basis (but rounded down to the nearest cent):

- A. the relevant Qualifying Shareholders (or such persons who hold any nil-paid rights at the time such nil-paid rights are lapsed) whose nil-paid rights are not validly applied for in full, by reference to the extent that Shares in his/her/its nil-paid rights are not validly applied for; and
- B. the relevant Non-Qualifying Shareholders with reference to their shareholdings in the Company on the Record Date.

If and to the extent in respect of any Net Gain, any No Action Shareholders or Non-Qualifying Shareholders become entitled on the basis described above to an amount of HK\$100 or more, such amount will be paid to the relevant No Action Shareholder(s) and Non-Qualifying Shareholders in Hong Kong Dollars only and the Company will retain individual amounts of less than HK\$100 for its own benefit.

## **WARNING OF THE RISKS OF DEALING IN THE SHARES**

Shareholders and potential investors of the Company should note that the Rights Issue will proceed on a non-underwritten basis irrespective of the level of acceptances of the provisionally allotted Rights Shares. In the event the Rights Issue is not fully subscribed, any Rights Shares not taken up by the Qualifying Shareholders will be placed to Placees under the Compensatory Arrangements. Any Unsubscribed Rights Shares which remain not placed under the Compensatory Arrangements will not be issued by the Company and the size of the Rights Issue will be reduced accordingly.

Any person who is in any doubt about his/her/its position or any action to be taken is recommended to consult his/her/its own professional adviser(s). Any Shareholder or other person dealing in the Shares or in the nil-paid Rights Shares up to the date on which all the conditions to which the Rights Issue is subject to are fulfilled, will accordingly bear the risk that the Rights Issue and the Placing may not become unconditional or may not proceed.

By order of the Board  
**Zhong Jia Guo Xin Holdings Company Limited**  
**Chan Wai Fung**  
*Executive Director & chief executive officer*

Hong Kong, 24 December 2025

*As at the date of this announcement, the Board consists of two executive Directors, Mr. Chan Wai Fung and Ms. Yau Ho Yi; one non-executive Director, Ms. Jiang Xiaojun and three independent non-executive Directors, Dr. Liang Jinxiang, Mr. Wang Pengwei and Mr. Wong Chun Peng Stewart.*