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Virtual Mind Holding Company Limited
天機控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1520)

VOLUNTARY ANNOUNCEMENT
INVESTMENT COOPERATION AGREEMENT

This announcement is made by the board (the "**Board**") of directors (the "**Directors**") of Virtual Mind Holding Company Limited (the "**Company**", together with its subsidiaries, the "**Group**") on a voluntary basis.

The Board is pleased to announce that on 20 January 2026, the Company entered into an investment cooperation agreement (the "**Investment Agreement**") with Mr. Sami Abdullah A1Shammary ("**Mr. Sami**"). Pursuant to the Investment Agreement, the Company intends to establish a limited liability company (the "**Joint Venture**") in the Kingdom of Saudi Arabia with Mr. Sami for the intended expansion of operations within the industrial IP sector of the Kingdom of Saudi Arabia, primarily operating under the relevant frameworks of the Saudi Ministry of Industry, including the smart manufacturing and super complex ("**SMSC**") and robotics as a service ("**RAAS**") (the "**Businesses**") (the "**Cooperation**").

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, as at the date of this announcement, Mr. Sami is independent of and not connected with the Company and its connected persons (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited).

Pursuant to the terms of the Investment Agreement, the parties shall cooperate in applying for the MISA investment licence and other relevant approvals for the operation of the Businesses. The registered capital of the Joint Venture shall be US$1 million, and the Company shall contribute US$900,000, representing 90% of the equity interest in the Joint Venture, and Mr. Sami shall contribute US$100,000, representing 10% of the equity interest in the Joint Venture.

Reasons for and benefits of establishment of the Joint Venture

The Group has been actively seeking to expand its existing business and possesses extensive experience in AI and Web3 technologies to create a smart new consumption ecosystem covering sports, cultural tourism, entertainment and other fields.

The Board believes that establishment of the Joint Venture can enable the Group to further expand its business operation in industrial IP field and to bring returns to the shareholders of the Company.

Based on the above, the Board considers that the Cooperation is in line with the development strategies of the Company and is in the interests of the Company and its shareholders as a whole.

By order of the Board
Virtual Mind Holding Company Limited
Mei Weiyi
Chairman and Executive Director

Hong Kong, 20 January 2026

As at the date of this announcement, the executive Directors are Mr. Mei Weiyi, Mr. Li Yang, Ms. Tin Yat Yu Carol and Mr. Wong Wai Kai Richard; the non-executive Director is Ms. Kot Mui; and the independent non-executive Directors are Mr. Tang Shu Pui Simon, Mr. Hon Ming Sang and Mr. Cheung Pak To BBS.