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mirxes

TO KNOW. TO ACT.

Mirxes Holding Company Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2629)

CLOSING OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

Overall Coordinators and Joint Placing Agents



Reference is made to the announcement of Mirxes Holding Company Limited (the “**Company**”) dated January 29, 2026 in relation to the placing of the Placing Shares to be issued under the General Mandate (the “**Announcement**”). Unless otherwise defined, capitalized terms used herein shall have the same meanings as those defined in the Announcement.

CLOSING OF THE PLACING

The Board is pleased to announce that all the Conditions have been satisfied and the Closing took place on February 5, 2026. An aggregate of 21,888,000 Placing Shares have been successfully placed by the Placing Agents to no less than six independent Placees at the Placing Price of HK\$32.50 per Placing Share pursuant to the terms and conditions of the Placing Agreement. To the best of the knowledge, information and belief of the Directors, having made all reasonable enquiries, the Placees, together with their respective ultimate beneficial owners, are third parties independent of, and not connected with, the Company and the connected persons of the Company.

The aggregate gross proceeds from the Placing are approximately HK\$711,360,000. The net proceeds from the Placing, after deducting relevant costs and expenses, commission and levies, are approximately HK\$673,434,221 (on this basis the net price per Placing Share is approximately HK\$30.77).

EFFECT ON SHAREHOLDING STRUCTURE OF THE COMPANY

The table below sets out the shareholding structure of the Company (i) immediately before the Closing; and (ii) immediately after the Closing:

Shareholders	Immediately before the Closing		Immediately after the Closing	
	<i>Number of Shares</i>	<i>Approximate % of the total issued share capital</i>	<i>Number of Shares</i>	<i>Approximate % of the total issued share capital</i>
Central Road Holdings Limited (<i>Note 1</i>)	50,608,154	18.31%	50,608,154	16.97%
Dr. TOO Heng Phon	32,419,381	11.73%	32,419,381	10.87%
SLW Gene Limited (<i>Note 2</i>)	18,660,556	6.75%	18,660,556	6.26%
Accurate Gene Limited (<i>Note 3</i>)	17,860,556	6.46%	17,860,556	5.99%
MSEA Ltd (<i>Note 4</i>)	13,160,000	4.76%	13,160,000	4.41%
Dr. ZHOU Lihan	1,000,000	0.36%	1,000,000	0.34%
Dr. ZOU Ruiyang	1,000,000	0.36%	1,000,000	0.34%
Other Shareholders	141,633,684	51.25%	141,633,684	47.49%
The Placees	—	—	21,888,000	7.34%
Total (<i>Note 5</i>)	<u>276,342,331</u>	<u>100.00%</u>	<u>298,230,331</u>	<u>100.00%</u>

Notes:

- (1) Central Road Holdings Limited is wholly owned by Mr. SUN Tongyu (孫彤宇).
- (2) SLW Gene Limited is a wholly-owned subsidiary of SLW Gene Holding Ltd, which is in turn wholly owned by Frandor Limited. Frandor Limited is a nominee shareholder holding shares of SLW Gene Holding Ltd on behalf of The SLW Trust, and is wholly owned by Trident Trust Company (Singapore) Pte. Limited (“**Trident**”), which is the trustee of The SLW Trust, of which the settlor is Dr. ZHOU Lihan and the beneficiaries are Dr. ZHOU Lihan together with his relatives.
- (3) Accurate Gene Limited is a wholly-owned subsidiary of Accurate Gene Holding Ltd, which is in turn wholly owned by Frandor Limited. Frandor Limited is a nominee shareholder holding shares of Accurate Gene Holding Ltd on behalf of The Accurate Gene Trust and is wholly owned by Trident, which is the trustee of The Accurate Gene Trust, of which the settlor is Dr. ZOU Ruiyang and the beneficiaries are Dr. ZOU Ruiyang together with his relatives.
- (4) MSEA Ltd is wholly owned by Frandor Limited. Frandor Limited is a nominee shareholder holding shares of MSEA Ltd on behalf of The Mirxes Holding Pre-IPO Share Award Trust and is wholly owned by Trident, which is the trustee of The Mirxes Holding Pre-IPO Share Award Trust, of which Dr. ZHOU Lihan and Dr. ZOU Ruiyang are settlors and the beneficiaries are the participants and grantees in the Company’s Pre-IPO First Share Award Scheme adopted on March 17, 2021 and the Pre-IPO Second Share Award Scheme adopted on June 4, 2021.
- (5) The discrepancies between the total and sums of amounts in the table above are due to rounding.

XtalPi Holdings Limited, a long-term strategic investor of the Company, is one of the Placees.

USE OF PROCEEDS FROM THE PLACING

As disclosed in the Announcement, the net proceeds from the Placing (the “**Placing Proceeds**”) will be utilized in the following manner:

- (a) approximately 30% will be used for investments and mergers & acquisitions activities;
- (b) approximately 25% will be used for research and development, including clinical research across existing pipelines and development of new pipelines;
- (c) approximately 20% will be used for expansion into emerging markets; and
- (d) approximately 25% will be used for general working capital purposes.

The Company has achieved significant corporate development milestones since the completion of the Company's Global Offering on May 23, 2025. In particular:

- (a) MiRXES PTE. LTD., an indirect wholly-owned subsidiary of the Company, entered into a memorandum of understanding with PT DIASTIKA BIOTEKINDO (a company listed on the Indonesia Stock Exchange, stock code: CHEK), pursuant to which both parties agreed to collaborate on the registration and commercialization of molecular diagnostic tests and associated instruments for early detection and diagnosis of high incidence and high mortality cancers in Indonesia;
- (b) on October 6, 2025, Mirxes International Holding Limited, a wholly-owned subsidiary of the Company, entered into a joint venture agreement with Xeraya Opportunities Fund PCC Limited ("**Xeraya**") to establish MYRNA DIAGNOSTICS SDN. BHD., a joint venture company (the "**Joint Venture**"). The Joint Venture is held as to 40% by Mirxes International Holding Limited and 60% by Xeraya. The Company and Xeraya have agreed to contribute approximately US\$2 million and US\$3 million in cash in proportion to their respective equity interests to the registered capital of the Joint Venture, respectively. The purpose of the Joint Venture shall be to conduct research, development, commercialization, and obtain regulatory approval for cancer early detection and other nucleic acid-based tests in Malaysia;
- (c) GASTROClear™, the Company's core product and an in vitro diagnostic ("**IVD**") test, received approval as a Class III Medical Device by the National Medical Products Administration of China (the "**NMPA**"), for non-invasive screening of gastric cancer in China. This is the first blood test approved by NMPA for gastric cancer screening;
- (d) the Company entered into a memorandum of understanding with Walvax Biotechnology Co., Ltd., pursuant to which the parties have agreed to bring in their complementary strengths and form a strategic partnership in creating an RNA-centric preventive and precision medicine platform that encompasses joint development, clinical trials and registration as well as sales and distribution;
- (e) the Company entered into a memorandum of understanding with XtalPi Holdings Limited ("**XtalPi**"), pursuant to which the parties have agreed to integrate the core strengths of the Company in genomics technology and its vast disease database centered on Asian populations, with XtalPi's leading AI+ robotics drug discovery and research platform. Together, the parties will jointly build an AI-enabled, innovative "integrated diagnosis and intervention" development and commercialization platform for Asian high-incidence cancers, particularly focusing on the early detection and intervention of gastrointestinal cancers. This platform will combine diagnosis and treatment to jointly develop early diagnosis and intervention solutions;

- (f) the Company, on December 15, 2025, entered into a strategic partnership (the “**Strategic Partnership**”) with N Health, a healthcare solutions provider and a member of Bangkok Dusit Medical Services (BDMS) Group, Thailand’s largest healthcare provider. The Strategic Partnership is aimed at introducing advanced microRNA (miRNA) cancer screening solutions to Thailand, and signifies a major step forward in enhancing early cancer detection and improving patient outcomes across Thailand and the wider region; and
- (g) following the Thailand FDA’s approval in October 2025 and December 2025, respectively, the Company, on January 9, 2026, launched its new range of at-home screening test kits in Thailand, namely HELICORapid, which is designed to detect Helicobacter pylori (H. pylori) infection, a major and strongest known risk factor for stomach cancer, and FITRapid, which is designed to detect fecal occult blood, an indicator of cancer or polyps in the colon or rectum. These two direct-to-consumer, cancer risk factor tests are designed to complement and synergize with the Company’s core innovative miRNA cancer screening solutions, including the Thailand FDA approved GASTROClear™ and its pipeline colorectal and multi-cancer blood tests, and enable the Company to expand its sales and marketing efforts to the consumer sector.

The Company’s vision is to make diagnostic solutions for the screening of diseases accessible across its key markets in Asia. As disclosed in the Company’s interim report for the six months ended June 30, 2025, the Company will remain agile in exploring new avenues, capitalizing on opportunities to push the boundaries of science, and steadfastly creating long-term, sustainable value for stakeholders.

The corporate development milestones set out above represent some of the opportunities the Company identified and pursued since its Global Offering when the Company allocated its net proceeds from the Global Offering. To accomplish its vision and given the corporate development milestones the Company has achieved since the Global Offering, the Directors consider that it is in the interests of the Company to broaden the shareholder base and the capital base of the Company by undertaking the Placing, so as to ensure that the Company can, as disclosed in the Announcement, continue to (i) obtain sustained funding for capital-intensive R&D and clinical programs which extend beyond the scope of usage of the IPO proceeds; (ii) enhance the Group’s financial capacity to execute multi-market regulatory and commercial expansion initiatives across multiple jurisdictions; and (iii) provide alternative source of capital so as to enable the Company to capture evolving priorities without affecting its original strategies as contemplated under the Global Offering.

Set out in the table below are further details on the planned allocation of the net proceeds from the Placing and the proposed utilization plan:

Use of net proceeds from the Placing	Planned allocation of the net proceeds from the Placing		Details of the proposed utilization plan	Expected timeline for utilization
	Percentage	(HK\$ million)		
Investments and mergers & acquisitions activities	30%	202.03	The goal of such allocation is to support the Company's strategic flexibility and growth initiatives. In this regard, the Company is exploring opportunities both within China and outside of China, with certain potential investment and acquisition targets under evaluation, including (i) a biotechnology company specializing in early-stage cancer screening; and (ii) pathology laboratories. Such allocation of the Placing Proceeds is intended to allow the Company to remain agile in pursuing opportunities that may complement its existing business, expand its operational footprint and support long-term value creation. As at the date of this announcement, no definitive agreements have been entered into and no specific investment or acquisition targets have been finalized.	Expected to be fully utilized by the end of 2027
Research and development, including clinical research across existing pipelines and development of new pipelines	25%	168.36	At the time of the Company's listing on the Hong Kong Stock Exchange (the "Listing"), the use of proceeds from the Global Offering was primarily directed towards the commercialisation of the Company's core gastro-intestinal and colorectal cancer early detection products in response to initial market adoption and demand. Since the Listing, the Company has observed growing clinical and market interest in multi-cancer early detection solutions. Accordingly, the Company intends to utilise approximately 25% of the Placing Proceeds primarily to strengthen and accelerate the research, development and clinical validation of its CADENCE multi-cancer early detection portfolio, which is designed to enable the simultaneous detection of multiple high-incidence cancers from a single blood draw. The proceeds will be applied towards advancing product development, expanding clinical collaborations, and supporting related validation and development activities to enhance the readiness of the CADENCE portfolio for future regulatory and commercialisation pathways.	Expected to be fully utilized by the end of 2027

Use of net proceeds from the Placing	Planned allocation of the net proceeds from the Placing		Details of the proposed utilization plan	Expected timeline for utilization
	Percentage	(HK\$ million)		
Expansion into emerging markets	20%	134.69	As part of the Company's continued regional expansion strategy further to the general regional growth initiatives contemplated at the time of the Listing, the Company has since identified and commenced the exploration of broader expansion into emerging markets, including Southeast Asia and the Middle East, where market dynamics and healthcare demand present new growth opportunities. Accordingly, the Company intends to utilize approximately 20% of the Placing Proceeds to support expansion into such emerging markets, including incremental market entry activities that encompass regulatory approvals, product localization, clinical validation and commercialisation efforts.	Expected to be fully utilized by the end of 2027

In this regard, the Company is in the process of progressing a potential collaboration with one of the largest private hospital groups in India.

While discussions remain ongoing and subject to further evaluation, such a collaboration is expected to provide access to a substantial patient base and established clinical, testing and distribution infrastructure, thereby opening up new commercialisation pathways into a large and distinct healthcare market that was not fully contemplated at the time of the Listing.

Use of net proceeds from the Placing	Planned allocation of the net proceeds from the Placing		Details of the proposed utilization plan	Expected timeline for utilization
	Percentage	(HK\$ million)		
General working capital purposes	25%	168.36	<p>Since the Listing, the Company has experienced accelerated regional expansion, broadened commercial activities and an increasing scope and complexity of regulatory, clinical and operational requirements across multiple jurisdictions. This expansion has been accompanied by an increase in headcount across research, regulatory, manufacturing and commercial functions, as well as higher expenditure on raw materials, reagents, consumables, logistics and compliance-related costs. As a result, the Company's general working capital requirements have expanded significantly beyond those originally contemplated at the time of Listing. Accordingly, the Company intends to utilise approximately 25% of the Placing Proceeds for its expanded general working capital purposes. These include but are not limited to:</p> <ul style="list-style-type: none"> • Funding of daily operating expenses of the Company, including staff costs and administrative overheads; • Procurement of raw materials, reagents, consumables and laboratory supplies; • Manufacturing, quality assurance and logistics related expenses; • Regulatory, compliance, legal and professional fees; • Information technology, systems enhancement and infrastructure related costs; and • Other general corporate expenses incurred in the Company's ordinary course of business 	Expected to be fully utilized by the first half of 2028
Total	100%	673.43		

Cautionary Statement required by Rule 18A.05 of the Listing Rules: There is no assurance that GASTROClear™ will ultimately be successfully commercialized at scale by the Company, and we may not be able to ultimately develop and market LUNGClear™ as an IVD product, or ultimately develop and market any or all of our six product candidates, successfully.

By Order of the Board
Mirxes Holding Company Limited
Dr. ZHOU Lihan
Executive Director and Chief Executive Officer

Hong Kong, February 5, 2026

As at the date of this announcement, the Board comprises (i) Dr. ZHOU Lihan and Dr. ZOU Ruiyang as executive Directors; (ii) Dr. TOO Heng Phon, Dr. LE Beilin and Mr. LIU Da as non-executive Directors; and (iii) Dr. LAM Sin Lai Judy, Mr. FANG Xiao and Ms. MA Andrea Lo Ling as independent non-executive Directors.