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Beisen Holding Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 9669)

COMPLETION OF SHARE TRANSACTION INVOLVING THE ISSUE OF CONSIDERATION SHARES UNDER GENERAL MANDATE AND CANCELLATION OF TREASURY SHARES

Reference is made to the announcements of Beisen Holding Limited (the "**Company**", together with its subsidiaries, the "**Group**") dated 14 January 2025, 5 February 2025, 22 April 2025, 15 May 2025 and 31 October 2025 (the "**Prior Announcements**") in relation to the Acquisition of Kuxuan (Beijing) Technology Co., Ltd.* (酷渲(北京)科技有限公司)* (the "**Target Company**") and the Concurrent Share Transaction. Unless otherwise specified, capitalized terms used herein shall have the same meanings as those defined in the Prior Announcements.

COMPLETION OF THE CONCURRENT SHARE TRANSACTION

As disclosed in the Prior Announcements, the Target Company was acquired by the Group in January 2025, and its financial results have since been consolidated into the Company's financial statements. The Board is pleased to announce that, as of the date of this announcement, all conditions precedent to the Concurrent Share Transaction have been satisfied. In addition, all requisite regulatory approvals have been secured after the Target Company obtained the "ICP License" in October 2025 and the Share Exchange Vendors received the ODI approval for the subscription of the Consideration Shares in January 2026.

Accordingly, on 11 February 2026, pursuant to the Offshore Share Purchase Agreement, the Company has allotted and issued 34,761,638 Consideration Shares to the Share Exchange Vendors, representing approximately 4.8% of the total number of issued shares of the Company (excluding treasury shares) immediately upon the allotment and issue of the Consideration Shares. The Consideration Shares will be subject to a six (6) months lock-up period following the date of this announcement.

EFFECT ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

To the best of the Directors' knowledge, information and belief after having made all reasonable enquiries, set out below is the shareholding structure of the Company immediately following the Completion and the allotment and issue of the Consideration Shares:

	Immediately prior to the allotment and issue of the Consideration Shares		**Immediately after the allotment and issue of the Consideration Shares**	
Shareholders	*Number of Shares*	*Approximate %*[3]	*Number of Shares*	*Approximate %* [3]
Directors, chief executive and substantial shareholders [1]	166,030,300	23.9	166,030,300	22.7
RSU Trustee [2]	5,346,200	0.8	5,346,200	0.7
Share Exchange Vendors	–	–	34,761,638	4.8
Other Public Shareholders	524,004,593	75.4	524,004,593	71.8
Total [3]	**695,381,093**	**100.00** [4]	**730,142,731**	**100.00** [4]

Notes:

(1) Excluding the options granted but not yet exercised pursuant to the Pre-IPO share option plan of the Company.

(2) Of which 4,965,000 Shares held by the trustee of the restricted share unit plan of the Company are regarded as being held by "the public" pursuant to the Note to Rule 8.24 of the Listing Rules.

(3) Excluding treasury shares from the denominator/total number of shares.

(4) Any discrepancies in the above table in between total and sum of amounts listed therein are due to rounding.

CANCELLATION OF TREASURY SHARES

The Board also wishes to announce that, in order to offset the dilutive effect of the allotment and issuance of the Consideration Shares, the Company has decided to cancel a total of 32,000,000 treasury shares following the allotment and issuance of the Consideration Shares.

By order of the Board
BEISEN HOLDING LIMITED
WANG Zhaohui
Chairman and Executive Director

PRC, 11 February 2026

As at the date of this announcement, the executive Directors are Mr. WANG Zhaohui, Mr. JI Weiguo and Ms. LIU Xianna, and the independent non-executive Directors are Mr. DU Kui, Mr. ZHAO Hongqiang and Mr. GE Ke.

* *For identification purpose only*