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VPOWER GROUP INTERNATIONAL HOLDINGS LIMITED
偉能集團國際控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1608)

INSIDE INFORMATION
(1) UPDATE ON THE PROPOSED RESTRUCTURING OF OFFSHORE DEBTS AND (2) GRANT OF VALIDATION ORDER IN RELATION TO WINDING-UP PETITION

This announcement is made by VPower Group International Holdings Limited (the "**Company**" and, together with its subsidiaries, the "**Group**") pursuant to Rule 13.09 and Rule 13.25(1)(b) of the Listing Rules and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to (i) the announcement of the Company dated 14 November 2025, in relation to the Restructuring Master Agreement entered into between, among others, the Company and the Lenders for the proposed restructuring of the Group's offshore debts (the "**Debt Restructuring Announcement**"); and (ii) the announcements of the Company dated 1 December 2025, 17 December 2025 and 27 January 2026, in relation to the winding-up petitions each dated 28 November 2025 (each a "**Petition**", together the "**Petitions**") filed by CRRC Hongkong Capital Management Co., Limited at the High Court of the Hong Kong Special Administrative Region (the "**Court**") against each of the Company and VPower Group Holdings Limited, an indirect wholly-owned subsidiary of the Company (the "**Winding-up Petitions Announcements**", together with the Debt Restructuring Announcement, the "**Announcements**"). Unless otherwise defined, capitalised terms used in this announcement shall have the same meaning as those defined in the Announcements.

UPDATE ON THE PROPOSED RESTRUCTURING OF OFFSHORE DEBTS

As disclosed in the Debt Restructuring Announcement, the proposed Restructuring under the Restructuring Master Agreement will lapse if the Restructuring Effective Date does not occur within three months from the date of the Restructuring Master Agreement (being 14 February 2026, the "**Longstop Date**") (unless extended to a later date with the Lenders' consent).

As at the date of this announcement, the Company has been working with the Lenders to resolve the outstanding issues in relation to achievement of the Standstill Effective Date and the

Restructuring Effective Date under the Restructuring Master Agreement, and since the Restructuring has not become effective and an agreement to extend the Longstop Date has not been reached, the Restructuring Master Agreement has lapsed in accordance with its terms. In respect of the expiry of the Longstop Date, the Company and the Lenders have been in negotiation for an appropriate extension to enable the implementation of the arrangements agreed under the Restructuring Master Agreement. These efforts remain ongoing.

The Company remains in active discussions with the Lenders on resolving the remaining issues impeding the implementation of the arrangements under the Restructuring Master Agreement, and is committed to implementing a holistic restructuring solution for the Offshore Debts. The Company will make further announcement(s) in this regard (including extension of the Longstop Date) as and when appropriate in accordance with the Listing Rules and applicable laws.

GRANT OF VALIDATION ORDER IN RELATION TO WINDING-UP PETITION

On 11 February 2026, the Company was notified that the Court had granted a validation order in respect of the Petition against the Company that, notwithstanding the presentation of the Petition against the Company, all transfers of issued and fully paid-up shares of the Company since 28 November 2025 and thereafter shall not be void by virtue of section 182 of the CWUMPO in the event that an order for the winding up of the Company is made.

The Company will make further announcement(s) regarding the Petitions as and when appropriate in accordance with the Listing Rules and applicable laws.

Shareholders, investors and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

By Order of the Board
VPower Group International Holdings Limited
Gao Zhan
Chairman

Hong Kong, 15 February 2026

As at the date hereof, the board of directors of the Company comprises Mr. Gao Zhan, Mr. Lam Yee Chun, Mr. Liu Ruikun, Mr. Jin Jiantang and Mr. Wang Jiachang as executive directors; Mr. Wong Kwok Yiu as a non-executive director; and Mr. Suen Wai Yu, Dr. Wang Zheng and Dr. Lin Tun as independent non-executive directors.