Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to the accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities of the Company.

Zhixin Group Holding Limited

智欣集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 2187)

COMPLETION ANNOUNCEMENT SUBSCRIPTIONS OF NEW SHARES UNDER GENERAL MANDATE

Reference is made to the announcement of the Company dated 26 January 2026 in relation to the subscription of new Shares under the General Mandate (the "**Announcement**"). Unless otherwise stated, capitalised terms used in this announcement shall bear the same meanings as those defined in the Announcement.

COMPLETION OF SUBSCRIPTION OF NEW SHARES UNDER GENERAL MANDATE

The Board is pleased to announce that as the condition precedent set out in the Subscription Agreements has been satisfied, completion of the Subscription took place on 20 March 2026 in accordance with the terms and conditions of the Subscription Agreements. An aggregate of 149,600,000 Subscription Shares, representing approximately 16.67% of the issued share capital of the Company as enlarged by the issue and allotment of the Subscription Shares, have been allotted and issued to the Subscribers at the Subscription Price of HK$0.68 per Subscription Share. The net proceeds (after deduction of all relevant expenses) from the Subscription of approximately HK$101.4 million will be used for construction of production line of iron ore tailings and general working capital of the Group as disclosed in the Announcement.

SHAREHOLDING STRUCTURE OF THE COMPANY

The 149,600,000 Subscription Shares represent (i) approximately 20.00% of the issued share capital of the Company immediately before the completion of the Subscription; and (ii) approximately 16.67% of the issued share capital of the Company as enlarged by the issue and allotment of the Subscription Shares immediately following the completion of the Subscription.

The shareholding structure of the Company immediately before and following the completion of the Subscription are as follows:

	Immediately before completion of the Subscription		**Immediately after completion of the Subscription**	
	Number of Shares	*Approx.% (Note 3)*	*Number of Shares*	*Approx.% (Note 3)*
Zhixin Investment Holding Limited *(Note 1)*	274,706,100	36.73%	274,706,100	30.60%
Yaohe Holding Limited *(Note 2)*	121,568,700	16.25%	121,568,700	13.54%
Public Shareholders				
Subscribers	—	—	149,600,000	16.67%
Other Public Shareholders	351,725,200	47.02%	351,725,200	39.19%
Total	**748,000,000**	**100.00%**	897,600,000	**100.00%**

Notes:

1. As at the date of this announcement, Zhixin Investment Holding Limited is 100% beneficially owned by Mr. Ye Zhijie.

2. As at the date of this announcement, Yaohe Holding Limited is 100% beneficially owned by Mr. Huang Wengui.

3. The above percentage figures are subject to rounding adjustments. Accordingly, figures shown as total may not be an arithmetic aggregation of the figures preceding it.

By order of the Board
Zhixin Group Holding Limited
Ye Zhijie
Chairman and Executive Director

Hong Kong, 20 March 2026

As at the date of this announcement, the Board comprises Mr. Ye Zhijie, Mr. Huang Wengui, Mr. Lai Quanshui, Mr. Qiu Limiao, Mr. Ye Dan and Mr. Huang Kaining as executive Directors; and Ms. Wong Tuen Sau, Mr. Cai Huinong and Mr. Jiang Qinjian as independent non-executive Directors.