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佐力科創小額貸款股份有限公司
(Zuoli Kechuang Micro-finance Company Limited*)

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 6866)

CONNECTED TRANSACTIONS
DISPOSAL OF PROPERTIES

DISPOSAL OF PROPERTIES

The Board is pleased to announce that on 20 March 2026, the Company (as seller) entered into the Hangzhou Property Sale and Purchase Agreement with Zuoli Holdings (as purchaser), pursuant to which the Company agreed to sell and Zuoli Holdings agreed to purchase the Hangzhou Property at the consideration of RMB13,805,580.

On the same day, Jinhui Micro-finance (a non-wholly owned subsidiary of the Company) (as seller) entered into the Deqing Property Sale and Purchase Agreement with Zuoli Holdings (as purchaser), pursuant to which Jinhui Micro-finance agreed to sell and Zuoli Holdings agreed to purchase the Deqing Property at the consideration of RMB4,679,820.

LISTING RULES IMPLICATIONS

Puhua Energy is a controlling shareholder of the Company and thus a connected person of the Company under the Listing Rules. Zuoli Holdings, being the holding company of Puhua Energy, is an associate of Puhua Energy and thus also a connected person of the Company under the Listing Rules.

Each of the transactions contemplated under the Sale and Purchase Agreements will constitute a connected transaction of the Company under Chapter 14A of the Listing Rules and shall be aggregated under Rule 14A.81 of the Listing Rules.

As the highest applicable percentage ratios, when aggregated, in relation to the transactions contemplated under the Sale and Purchase Agreements exceed 0.1% but is less than 5%, the transactions contemplated under the Sale and Purchase Agreements are subject to the reporting, announcement and annual review requirements but exempt from the circular (including independent financial advice) and independent Shareholders' approval requirements under Rule 14A.76(2) of the Listing Rules.

INTRODUCTION

The Board is pleased to announce that on 20 March 2026, the Company (as seller) entered into the Hangzhou Property Sale and Purchase Agreement with Zuoli Holdings (as purchaser), pursuant to which the Company agreed to sell and Zuoli Holdings agreed to purchase the Hangzhou Property at the consideration of RMB13,805,580.

On the same day, Jinhui Micro-finance (a non-wholly owned subsidiary of the Company) (as seller) entered into the Deqing Property Sale and Purchase Agreement with Zuoli Holdings (as purchaser), pursuant to which Jinhui Micro-finance agreed to sell and Zuoli Holdings agreed to purchase the Deqing Property at the consideration of RMB4,679,820.

The principal terms of the Sale and Purchase Agreements are set out below:

THE HANGZHOU PROPERTY SALE AND PURCHASE AGREEMENT

Date	:	20 March 2026
Parties	:	(a) The Company (as seller); and (b) Zuoli Holdings (as purchaser)
Property	:	Rooms 2004, 2005 and 2006, Block 1, Xingqi Building, No. 1916 Jiangling Road, Xixing Street, Hangzhou, Zhejiang Province, the PRC* (中國浙江省杭州市西興街道江陵路1916號興祺大廈1幢2004, 2005及2006室)
Total gross area	:	642.12 sq. m
Consideration	:	RMB13,805,580
Registration for transfer	:	The Company and Zuoli Holdings shall apply for registration for transfer of ownership right before 30 April 2026.
Payment terms	:	The full transfer payment shall be settled within one month from the date of completion of the registration for transfer.
Completion	:	Completion of the disposal of the Hangzhou Property shall take place on the date of completion of the registration for transfer.

THE DEQING PROPERTY SALE AND PURCHASE AGREEMENT

Date	:	20 March 2026
Parties	:	(c) Jinhui Micro-finance (as seller); and (d) Zuoli Holdings (as purchaser)
Property	:	Room 102, Block 2, Feilongyuan, Yinlongshanzhuang, Wukang Road, Deqing County, Zhejiang Province, the PRC* (中國浙江省德清縣武康街道隱龍山莊飛龍苑2幢102室)
Total gross area	:	259.99 sq. m
Consideration	:	RMB4,679,820
Registration for Transfer	:	Jinhui Micro-finance and Zuoli Holdings shall apply for registration for transfer of ownership right before 30 April 2026.
Payment terms	:	The full transfer payment shall be settled within one month from the date of completion of the registration for transfer.
Completion	:	Completion of the disposal of the Deqing Property shall take place on the date of completion of the registration for transfer.

BASIS FOR DETERMINATION OF THE CONSIDERATION AND OTHER INFORMATION

Appraised value of the Properties

The consideration of the Hangzhou Property Sale and Purchase Agreement is RMB13,805,580, which was determined after arm's length negotiations between the respective seller and purchaser, with reference to (i) the appraised value of the Hangzhou Property of RMB13,805,580 as at 28 February 2026 as stated in the property valuation report prepared by Huzhou Tianqin Assets Appraisal Company Limited* (湖州天勤資產評估有限公司), an independent and qualified valuer, and (ii) the prevailing market price of properties at nearby location.

The consideration of the Deqing Property Sale and Purchase Agreement is RMB4,679,820, which was determined after arm's length negotiations between the respective seller and purchaser, with reference to (i) the appraised value of the Deqing Property of RMB4,679,820 as at 28 February 2026 as stated in the property valuation report prepared by Huzhou Tianqin Assets Appraisal Company Limited* (湖州天勤資產評估有限公司), an independent and qualified valuer, and (ii) the prevailing market price of properties at nearby location.

The market comparison approach was adopted for the above property valuation reports in relation to the Properties. Under the market comparison approach, a number of comparable transactions were selected for comparison with the Properties. Adjustments are made to the selling price of these comparable transactions to derive the estimated value of the Properties, taking into factors such as location, urban development, street accessibility of the property and the transaction date.

INFORMATION OF THE PARTIES

The Company

The Company is a company based in the Deqing County of Huzhou City in the Zhejiang Province of the PRC which conducts micro-finance business through Jinhui Micro-finance. The Company focuses on providing loan products and services to customers primarily consisting of AFR, SMEs, micro enterprises and online retailers engaging in the businesses of lifestyle products, agricultural products, cultural supplies and industrial products.

Jinhui Micro-finance

Jinhui Micro-finance is a non-wholly owned subsidiary of the Company incorporated in the PRC with limited liability on 12 September 2012, with registered share capital of RMB1,228,000,000. Jinhui Micro-finance is principally engaged in micro-finance business and the Group's main market share comes from its micro-finance business in Huzhou. As at the date of this announcement, the Company holds 99.76% of the shares in Jinhui Micro-finance.

Zuoli Holdings

Zuoli Holdings is principally engaged in, *inter alia*, the businesses of industrial investment, investment management, investment consultation, import and export business and property management, etc. It is ultimately owned as to approximately 79.56% by Mr. Yu Youqiang through 德清銀天股權投資管理有限公司 (Deqing Yintian Equity Investment and Management Company Limited*).

INFORMATION OF THE PROPERTIES

The Hangzhou Property

The Hangzhou Property comprises Rooms 2004, 2005 and 2006, Block 1, Xingqi Building, No. 1916 Jiangling Road, Xixing Street, Hangzhou, Zhejiang Province, the PRC* (中國浙江省杭州市西興街道江陵路1916號興祺大廈1幢2004, 2005及2006室), all of which are for commercial use. The total gross floor area of the Hangzhou Property is 642.12 sq. m. The Hangzhou Property was previously leased to Hangzhou High-tech District (Binjiang) Xing Yao Pu Hui Micro-finance Co., Ltd. (杭州市高新區(濱江)興耀普匯小額貸款有限公司) (currently known as 杭州祺躍貿易有限公司 (Hangzhou Qiyue Trading Co., Ltd.*)) (a non-wholly owned subsidiary of the Company) for use as office premises.

The Deqing Property

The Deqing Property comprises Room 102, Block 2, Feilongyuan, Yinlongshanzhuang, Wukang Road, Deqing County, Zhejiang Province, the PRC* (中國浙江省德清縣武康街道隱龍山莊飛龍苑2幢102室), which is for residential use. The total gross floor area of the Deqing Property is 259.99 sq. m. The Deqing Property originated from the disposal of collateral for customer's borrowing.

FINANCIAL IMPACT OF THE DISPOSAL OF THE PROPERTIES AND USE OF PROCEEDS

As a result of the disposal of the Properties, the Group is expected to record an estimated net accounting gain of approximately RMB0.7 million, being the total consideration of the Sale and Purchase Agreements minus the carrying value of the Property and the estimated direct expenses and relevant transaction tax expenses to be incurred by the Company and Jinhui Micro-finance in connection with the disposal. The foregoing estimated net accounting gain/loss may be different from the actual gain (or loss) in connection with the disposal of the Properties, depending on the actual amount of transaction tax as assessed by the relevant authorities in the PRC. The actual net accounting gain is also subject to the final audit by the Group's auditor.

The Company intends that the net proceeds from the disposal of the Properties will be used as general working capital of the Group.

REASONS AND BENEFITS OF THE DISPOSAL

The Board decides to dispose of the Properties to Zuoli Holdings so as to enhance the cash flow position of the Group. Furthermore, the Properties is not a core asset of the Group and thus the disposal is not expected to adversely impact the Group's operations.

The Board believes that the disposal of the Properties will have a positive impact on the future development of the Company. Having taken into account the above reasons and benefits, the Board (including the independent non-executive Directors) is of the view that the terms of Sale and Purchase Agreements are fair and reasonable, on normal commercial terms or better and in the ordinary and usual course of business of the Company, and are in the interests of the Company and the Shareholders as a whole.

IMPLICATIONS UNDER THE LISTING RULES

Puhua Energy is a controlling shareholder of the Company and thus a connected person of the Company under the Listing Rules. Zuoli Holdings, being the holding company of Puhua Energy, is an associate of Puhua Energy and thus also a connected person of the Company under the Listing Rules. Each of the transactions contemplated under the Sale and Purchase Agreements will constitute a connected transaction of the Company under Chapter 14A of the Listing Rules and shall be aggregated under Rule 14A.81 of the Listing Rules.

As the highest applicable percentage ratios, when aggregated, in relation to the transactions contemplated under the Sale and Purchase Agreements exceed 0.1% but is less than 5%, the transactions contemplated under the Sale and Purchase Agreements are subject to the reporting, announcement and annual review requirements but exempt from the circular (including independent financial advice) and independent Shareholders' approval requirements under Rule 14A.76(2) of the Listing Rules.

Mr. Yu Yin is the executive Director and the chairman of the Company and also one of its controlling shareholders. Mr. Yu Yin is the son of Mr. Yu Youqiang, who wholly owns 德清銀天股權投資管理有限公司 (Deqing Yintian Equity Investment and Management Company Limited*), a limited company established in the PRC, which in turn holds approximately 79.56% of the equity interest in and controls Zuoli Holdings. In view of such relationships, Mr. Yu Yin has abstained from voting on the Board resolutions approving the entering into of the Lease Agreements.

DEFINITIONS

In this announcement, the following terms have the meaning set forth below unless the context requires otherwise:

"AFR"	customers engaged in agricultural businesses and/or rural development activities, and/or customers residing in rural areas
"associate"	has the meaning given to it under the Listing Rules
"Board"	means the board of Directors
"Company"	means 佐力科創小額貸款股份有限公司 (Zuoli Kechuang Micro-finance Company Limited*), a joint stock company incorporated in the PRC with limited liability and the H Shares of which are listed on the Stock Exchange
"connected person"	has the meaning given to it under the Listing Rules
"Deqing Property"	means Room 102, Block 2, Feilongyuan, Yinlongshanzhuang, Wukang Road, Deqing County, Zhejiang Province, the PRC* (中國浙江省德清縣武康街道隱龍山莊飛龍苑2幢102室)
"Deqing Property Sale and Purchase Agreement"	means the sale and purchase agreement in respect of the Deqing Property entered into between Jinhui Micro-finance and Zuoli Holdings dated 20 March 2026
"Directors"	means the directors of the Company
"Group"	means the Company and its subsidiaries

"Hangzhou Property"	means Rooms 2004, 2005 and 2006, Block 1, Xingqi Building, No. 1916 Jiangling Road, Xixing Street, Hangzhou, Zhejiang Province, the PRC* (中國浙江省杭州市西興街道江陵路1916號興祺大廈1幢2004, 2005及2006室)
"Hangzhou Property Sale and Purchase Agreement"	means the sale and purchase agreement in respect of the Hangzhou Property entered into between the Company and Zuoli Holdings dated 20 March 2026
"Hong Kong"	means the Hong Kong Special Administrative Region of the PRC
"Jinhui Micro-finance"	means 德清金匯小額貸款有限公司 (Deqing Jinhui Micro-finance Company Limited*), a non-wholly owned subsidiary of the Company
"Listing Rules"	means the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
"PRC"	means the People's Republic of China and, for the purposes of this announcement only, excludes Hong Kong, Macau Special Administrative Region and Taiwan
"Properties"	means the Deqing Property and the Hangzhou Property
"Puhua Energy"	德清普華能源股份有限公司 (Deqing Puhua Energy Company Limited*), a company established in the PRC with limited liability
"RMB"	means Renminbi, the lawful currency of the PRC
"Sale and Purchase Agreements"	means the Deqing Sale and Purchase Agreement and the Hangzhou Sale and Purchase Agreement
"SME(s)"	small and medium-sized enterprise(s), as defined in the Notice on the Provisions for Classification Standards of Small and Medium-sized Enterprises (關於印發中小企業劃型標準規定的通知)
"sq. m"	means square metres.

"Zuoli Holdings"	佐力控股集團有限公司 (Zuoli Holdings Group Company Limited*), a company established in the PRC with limited liability
"%"	Percent

By order of the Board
佐力科創小額貸款股份有限公司
(Zuoli Kechuang Micro-finance Company Limited*)
Yu Yin
Chairman

Hong Kong, 20 March 2026

As at the date of this announcement, the executive Directors are Mr. Yu Yin, Mr. Zheng Xuegen, Mr. Yang Sheng and Ms. Hu Fangfang; the non-executive Director is Mr. Pan Zhongmin; and the independent non-executive Directors are Mr. Chan Kin Man, Mr. Zhao Xuqiang and Ms. Yang Jie.

* *For identification purpose only*