

*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 its 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 any securities of the Company.*



## **RUIXIN INTERNATIONAL HOLDINGS LIMITED**

**瑞鑫國際集團有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 724)**

### **PROFIT ALERT - REDUCTION IN LOSS AND CONTINUED SUSPENSION OF TRADING**

This announcement is made by Ruixin International Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (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) (the “**SFO**”).

Based on the latest assessment of the unaudited consolidated management accounts of the Group and information currently available, the board (the “**Board**”) of directors (the “**Directors**”) of the Company wishes to inform the shareholders of the Company and potential investors that the Group is expected to report an estimated loss in the range of approximately HK\$10 million to HK\$12 million for the year ended 31 December 2025 (“**FY2025**”) (the “**Estimated Loss**”), representing a significant reduction of approximately 71.2% to 76.0% as compared with the loss of approximately HK\$41.7 million for the year ended 31 December 2024 (“**FY2024**”).

Based on the information currently available, the reduction in loss for FY2025 was primarily attributable to (i) the revitalisation of the business operation of the Group, generating revenue and gross profit during FY2025 as compared to FY2024; (ii) the decrease in the Group’s finance costs during FY2025 in relation to the imputed interest expenses associated with the Group’s convertible notes; and (iii) the decrease in the Group’s administrative expenses during FY2025 as compared with FY2024.

As the auditors of the Company is still in the process of finalising the audited annual results of the Group for FY2025, the information contained in this announcement is only based on a latest assessment by the Board with reference to the management accounts of the Group and on the information available for the time being. Financial information and other details of the Group will be disclosed in the annual results announcement of the Group for FY2025, which is expected to be published on or before 31 March 2026.

The Estimated Loss included in this announcement constitutes a profit forecast under Rule 10 of the Hong Kong Code on Takeovers and Mergers (the “**Takeovers Code**”) and should be reported on by the Company’s financial advisor and auditors or accountants in accordance with Rule 10 of the Takeovers Code. In view of the requirements of timely disclosures of the inside information under Rule 13.09 of the Listing Rules and the Inside Information Provisions, the Company is required to issue this announcement as soon as practicable and given the time constraints, the Company has encountered genuine practical difficulties (time-wise or otherwise) in meeting the reporting requirements set out in Rule 10 of the Takeovers Code.

Under Rule 10.4 of the Takeovers Code and Practice Note 2 of the Takeovers Code, if the Estimated Loss is first published in an announcement, it must be repeated in full, together with the reports from the Company’s financial adviser and auditors or accountants on the Estimated Loss, in the next document to be sent to the shareholders of the Company (the “**Shareholders’ Document**”). The Estimated Loss will be reported on by the Company’s financial advisers and auditors or accountants as soon as possible in compliance with the Takeovers Code and such reports will be set out in the next Shareholders’ Document.

However, if the annual results of the Company for FY2025 which fall within the ambit of Rule 10.9 of the Takeovers Code has been published by the time of release of the next Shareholders’ Document and the relevant results together with the notes to the financial statements by reference are included in the next Shareholders’ Document, the requirements to report on the Estimated Loss under Rule 10.4 of the Takeovers Code will no longer be applicable.

## CONTINUED SUSPENSION OF TRADING

Trading in the shares of the Company on the Stock Exchange has been suspended with effect from 9:00 a.m. on 2 September 2024 and will remain suspended until the Company fulfils the resumption guidance imposed by the Stock Exchange.

**Shareholders and potential investors of the Company should note that the Estimated Loss in this announcement does not meet the standard required by Rule 10 of the Takeovers Code and has not been reported on in accordance with the requirements under Rule 10 of the Takeovers Code. Accordingly, Shareholders of the Company and potential investors should exercise caution when dealing in the shares or other securities of the Company and should consult their professional adviser if in any doubt about their position.**

By Order of the Board  
**Ruixin International Holdings Limited**  
**Li Yang**  
*Chairlady*

Hong Kong, 26 March 2026

*As at the date of this announcement, the Board comprises Ms. Li Yang (Chairlady) and Mr. Yang Junjie as executive Directors; and Mr. Zhang Jue, Ms. Zhang Xiaofen and Mr. Zhu Lianhai as independent non-executive Directors.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statements in this announcement misleading.*