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XJ International Holdings Co., Ltd.

希教國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1765)

SUPPLEMENTAL ANNOUNCEMENT CONTINUING CONNECTED TRANSACTIONS IN RELATION TO THE 2026 FRAMEWORK AGREEMENT

Reference is made to the announcement of XJ International Holdings Co., Ltd. (the “**Company**”) dated 30 March 2026 in relation to the continuing connected transactions (the “**Continuing Connected Transactions**”) in relation to the 2026 Framework Agreement (the “**Announcement**”). Unless otherwise stated, capitalized terms used herein shall have the same meanings as those used in the Announcement.

In addition to the information provided in the Announcement, the Board would like to provide the following additional information regarding the disclosure with respect to the 2026 Framework Agreement.

NATURE OF THE CONTINUING CONNECTED TRANSACTION

On 30 March 2026, Hope Education entered into the 2026 Framework Agreement with Tequ Education, under which the Company provides its land, buildings and ancillary facilities for Tequ Education to operate driving school, school canteen and vocational training business. Tequ Education occupies and uses the relevant premises and resources located at schools of Hope Education for the provision of the above-mentioned services to the students in related schools.

In light of the nature of school operation, the relevant services are either necessary for school operation or beneficial to the development of students' skills. The relevant cooperation fees (the “**Cooperation Fees**”) generated from the Continuing Connected Transactions will be recorded as other income arising from the Group's regular and usual business operations, given that the services provided by Tequ Education are rendered within the Group's schools and are provided to the students as ancillary daily services.

REASONS FOR AND BENEFITS OF ENTERING INTO THE CONTINUING CONNECTED TRANSACTION

Considering the use of the premises and the nature of the services provided on the premises, the Board is of the view that (i) the Continuing Connected Transaction is conducive to the foundation and continuity of the Group's operations, as the quality and stability of the services provided would ensure the daily living and skill development of the students, and (ii) changing suppliers would require re-planning of the premises and incur additional costs of the Group. In addition, compared with independent third-party suppliers, the Company is better able to control the quality of service provided. Such arrangements are also in line with common industry practices.

PAYMENT TERMS

The Cooperation Fees shall be payable by bank transfer and shall be settled on a monthly basis by Tequ Education or its subsidiaries.

PRICING POLICIES

The Cooperation Fees mainly consist of rent, utility fees and resources usage fees. The fees charged for driving school and vocational training business solely consist of rent, and the fees charged for school canteen consists of utility fees and resources usage fees.

Rent

The base figure of monthly rent for related premises is determined after negotiation between the parties of the Continuing Connected Transaction, with reference to the rent of comparable premises with similar site conditions. For the rent of driving school premises, the Company will compare market prices from independent third parties in respect of at least three premises with similar site conditions and operated by private schools, and under the same cooperation arrangements. For the rent of vocational training business premises, the Company will charge rent with reference to the rent of at least three premises with similar or comparable conditions in the same office building leased by independent third parties. The base figure of the rent applicable to the vocational training business shall remain above the average level for the same building.

The rent is calculated as the base figure multiplied by the area of the premises.

Utility Fees

The utility fees are calculated based on the estimated consumption of electricity, water and heating. The estimated utilities are determined based on historical costs, the actual consumption as of the date of the 2026 Framework Agreement and the operating days of the corresponding canteens plus a reasonable fluctuation (ranging from 1% to 5%). The utility fees will be collected on a monthly basis.

Resources Usage Fees

The resources usage fees payable by Tequ Education shall be the turnover-based usage fee to be determined as an amount equal to certain ratio (ranging from 5% to 10%) of the turnover before tax of related canteens arising from the provision of the school canteen services. Such ratio is determined after negotiation between the parties of the Continuing Connected Transaction.

INTERNAL CONTROL POLICIES

In order to ensure that the pricing policy and terms of the 2026 Framework Agreement are fair and reasonable and no less favorable than the terms provided by any independent third parties to the Group, the Group has established a series of internal control procedures as follows:

- (i) The Company shall regularly update the list of connected persons and monitor the connected transactions;
- (ii) The Board (including independent non-executive Directors) and various departments of the Company including finance, legal, compliance and business departments shall jointly be responsible for reviewing and evaluating the Continuing Connected Transactions from their respective areas of responsibility, in particular the fairness and reasonableness of the pricing policies and annual caps;
- (iii) Except for the renewal of the Continuing Connected Transactions being substantially similar to the 2026 Framework Agreement, no changes will be made to such transactions without the approval of the independent non-executive Directors;
- (iv) The business department of the Company will oversee the monitoring, collection and evaluation of historical transaction prices and market data, including but not limited to comparing market practices and prevailing market rates for the provision of similar services;
- (v) the independent non-executive Directors will review the transactions contemplated under the 2026 Framework Agreement on an annual basis to confirm whether such transactions are conducted (a) in the ordinary and usual course of business of the

Group; (b) on normal commercial terms or better; and (c) in accordance with the terms of the 2026 Framework Agreement that are fair and reasonable and in the interests of the Shareholders as a whole; and

- (vi) The external auditors of the Company will conduct an annual review of the Continuing Connected Transactions to verify and confirm compliance with Rule 14A.56 of the Listing Rules, including but not limited to the pricing policies and any excess of the annual caps.

Save and except as stated above, all the information in the Announcement remains unchanged.

By Order of the Board
XJ International Holdings Co., Ltd.
Zhang Bing
Chairman and executive Director

Hong Kong, 12 May 2026

As at the date of this announcement, the executive Directors are Mr. Wang Huiwu, Mr. Zhang Bing, Mr. Deng Yi and Mr. Wang Xiaowu; the non-executive Directors are Mr. Xu Changjun and Ms. Wang Xiu; and the independent non-executive Directors are Mr. Wang Shunhong, Mr. Zhang Jin, Mr. Liu Zhonghui and Mr. Xiang Chuan.