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Fullshare Holdings Limited

豐盛控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 00607)

VOLUNTARY ANNOUNCEMENT

This announcement is made by Fullshare Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) on a voluntary basis.

BACKGROUND

References are made to the announcements of the Company dated 7 March 2025, 13 March 2025, 16 September 2025, 10 October 2025 and 14 October 2025 (collectively, the “**Previous Announcements**”) in relation to, among other things, the Company’s discontentment with the amendments to the articles of association of Nanjing High Speed Gear Manufacturing Co., Ltd.* 南京高速齒輪製造有限公司 (“**Nanjing High Speed**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Previous Announcements.

The Company, through its wholly-owned subsidiaries, holds approximately 71.08% of the total issued shares of China High Speed Transmission Equipment Group Co., Ltd., a company whose shares are listed on the Stock Exchange (stock code: 00658) (“**CHS**”, together with its subsidiaries, the “**CHS Group**”). CHS in turn holds, through its wholly-owned subsidiary Nanjing Gear Enterprise Management Co., Ltd.* 南京高齒企業管理有限公司 (“**Nanjing Enterprise**”), holds an approximately 50.02% equity interest in Nanjing High Speed, which is the principal operating subsidiary of CHS and also of the Company.

On 29 September 2024, the articles of association of Nanjing High Speed were amended (the “**2024 Articles Amendment**”) without the prior knowledge or consent of the Company. As a result of the 2024 Articles Amendment, CHS ceased to be able to control the composition of the majority of the board of directors of Nanjing High Speed. Nanjing Enterprise and another shareholder of Nanjing High Speed, Jinhu Shifu Corporate Management Partnership (Limited Partnership)* 金湖驪福企業管理合夥企業(有限合夥)(“**Jinhu LP**”), entered into a concert agreement (the “**Concert Agreement**”) on the same date, whereby Jinhu LP shall procure its nominated directors to vote in the same manner as those nominated by Nanjing Enterprise at Nanjing High Speed’s board meetings. It was only based on the Concert Agreement that CHS could secure control of six out of nine seats on the board of Nanjing High Speed and account for Nanjing High Speed as a subsidiary. However, the Concert Agreement was terminable upon the occurrence of certain events beyond CHS’s control, thereby exposing the CHS Group and the Group to the potential risk of loss of control over, and deconsolidation of, Nanjing High Speed. If CHS were unable to consolidate Nanjing High Speed as a subsidiary, the Company would likewise be unable to do so.

AMENDMENTS TO THE ARTICLES OF ASSOCIATION OF NANJING HIGH SPEED

The Board is pleased to note that all shareholders of Nanjing High Speed (including Nanjing Enterprise) eventually resolved on 30 June 2026 to further amend the articles of association of Nanjing High Speed, as announced by CHS on 30 June 2026, as follows:

1. out of the nine directors, five should be nominated by Nanjing Enterprise;
2. any election or replacement of director must be approved by shareholders representing more than half of the voting rights;
3. the Chairman and the director(s) responsible for executing Nanjing High Speed’s affairs shall be designated by the shareholder holding more than half of Nanjing High Speed’s equity interest, from among the directors recommended by such shareholder; and
4. Nanjing High Speed shall have one financial controller who should be delegated by the shareholder holding more than half of Nanjing High Speed’s equity interest.

As Nanjing Enterprise holds more than half of Nanjing High Speed’s equity interest, such amendments allow the CHS Group to exercise robust control over Nanjing High Speed, in terms of the appointment of the majority of its directors and the designation of persons responsible for its affairs. The Concert Agreement remains valid, and Nanjing High Speed will continue to be a subsidiary of CHS and of the Company even if the Concert Agreement is terminated in the future. Accordingly, Nanjing High Speed will continue to be accounted for as a subsidiary of CHS and, in turn, of the Company.

The Board considers that the above amendments safeguard the lawful rights and interests of CHS and its shareholders (including the Company) and have addressed the Company's concerns set out in the Previous Announcements.

By Order of the Board
Fullshare Holdings Limited
Ji Changqun
Chairman

Hong Kong, 3 July 2026

As at the date of this announcement, the executive Directors are Mr. Ji Changqun (Chairman), Ms. Du Wei, Mr. Shen Chen and Mr. Ge Jinzhu; and the independent non-executive Directors are Mr. Lau Chi Keung, Mr. Tsang Sai Chung and Mr. Huang Shun.

* *For identification purposes only*