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MR. YANG JINGYAO

**RONGZUN INTERNATIONAL
HOLDINGS GROUP LIMITED**

榮尊國際控股集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1780)

JOINT ANNOUNCEMENT

**(1) LEVEL OF ACCEPTANCE OF THE OFFER ON
THE FIRST CLOSING DATE; AND
(2) LAPSE OF THE MANDATORY CONDITIONAL CASH OFFER BY
LEGO SECURITIES LIMITED AND
FORTUNE ORIGIN SECURITIES LIMITED
FOR AND ON BEHALF OF THE OFFEROR
TO ACQUIRE ALL THE ISSUED SHARES OF
RONGZUN INTERNATIONAL HOLDINGS GROUP LIMITED
(OTHER THAN THOSE ALREADY OWNED OR AGREED TO BE
ACQUIRED
BY THE OFFEROR AND PARTIES ACTING IN CONCERT WITH HIM)**

Financial adviser to the Offeror



**Independent Financial Adviser to the Independent Board Committee and the
Independent Shareholders**



LEVEL OF ACCEPTANCE OF THE OFFER ON THE FIRST CLOSING DATE

As at 4:00 p.m. (Hong Kong time) on Thursday, 9 July 2026, there is one valid acceptance in respect of 215,000 Offer Shares (the “**Acceptance Shares**”), representing approximately 0.035% of the entire issued share capital of the Company as at the date of this joint announcement. The Acceptance Shares together with the Shares already owned by the Offeror and the Offeror’s concert parties amounted to 207,215,000 Shares, representing approximately 33.43% of the total issued Shares as at the date of this joint announcement.

LAPSE OF THE OFFER

As set out in the Composite Document, the Offer is conditional upon valid acceptances of the Offer having been received (and where permitted, not withdrawn) on or before 4:00 p.m. on the First Closing Date (or such later time or date as the Offeror may, subject to the Takeovers Code, decide) in respect of the Offer Shares, which together with the Shares already held by the Offeror and the parties acting in concert with him, would result in the Offeror and parties acting in concert with him holding more than 50% of the voting rights of the Company as at the Closing Date (the “**Condition**”). The Condition cannot be waived. As the Condition has not been satisfied, the Offeror and the Company jointly announce that the Offer lapsed on Thursday, 9 July 2026 and there will be no extension or revision of the Offer.

Reference is made to (i) the joint announcement of Mr. Yang Jingyao (the “**Offeror**”) and Rongzun International Holdings Group Limited (the “**Company**”) dated 7 May 2026 in relation to, among others, the Offer; and (ii) the composite offer and response document jointly issued by the Offeror and the Company dated 18 June 2026 (the “**Composite Document**”) in relation to, among others, the Offer. Unless otherwise defined, capitalised terms used in this joint announcement shall have the same meanings as those defined in the Composite Document.

LEVEL OF ACCEPTANCE OF THE OFFER ON THE FIRST CLOSING DATE

As at 4:00 p.m. (Hong Kong time) on Thursday, 9 July 2026, there is one valid acceptance in respect of 215,000 Offer Shares, representing approximately 0.035% of the entire issued share capital of the Company as at the date of this joint announcement. The Acceptance Shares together with the Shares already owned by the Offeror and the Offeror’s concert parties amounted to 207,215,000 Shares, representing approximately 33.43% of the total issued Shares as at the date of this joint announcement.

Immediately before the commencement of the Offer Period, the Offeror and parties acting in concert with him held, controlled or had direction over an aggregate of 207,000,000 Shares, representing approximately 33.39% of the total number of Shares in issue. Save as disclosed above, none of the Offeror and parties acting in concert with him held, controlled or had direction over any Shares or rights over Shares immediately before the commencement of the Offer Period.

In light of the lapse of the Offer, the Offeror and parties acting in concert with him remain to be interested in an aggregate of the aforementioned 207,000,000 Shares, representing approximately 33.39% of the total number of Shares in issue as at the date of this joint announcement.

Save for the 207,000,000 Shares (representing approximately 33.39% of the total number of Shares in issue) held by the Offeror, neither the Offeror nor any party acting in concert with him (i) has acquired or agreed to acquire any Shares or rights over Shares during the Offer Period up to and including the date of this joint announcement; or (ii) has borrowed or lent any relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) of the Company during the Offer Period and as at the date of this joint announcement.

LAPSE OF THE OFFER

As set out in the Composite Document, the Offer is conditional upon the Condition. The Condition cannot be waived.

In light of the level of acceptance of the Offer as set out above, the Condition has not been satisfied, and therefore the Offer has not become unconditional.

In accordance with Rule 31.1 of the Takeovers Code, except with the consent of the Executive, where the Offer has not become or been declared unconditional and has been withdrawn or lapsed, neither the Offeror nor any party acting in concert with it in the course of the Offer, nor any party who is subsequently acting in concert with any of them, may within 12 months from the date on which the Offer is withdrawn or lapses either: (i) announce an offer or possible offer for the Company (including a partial offer which could result in the Offeror holding Shares carrying 30% or more of the voting rights of the Company), or (ii) acquire any voting rights of the Company if the Offeror or parties acting in concert with it would thereby become obliged under Rule 26 of the Takeovers Code to make an offer.

The Offeror and the Company jointly announce that the Offer lapsed on Thursday, 9 July 2026 and there will be no extension or revision of the Offer.

RETURN OF DOCUMENTS

Given the lapse of the Offer, the share certificate(s) and/or transfer receipt(s) and/or any other document(s) of title (and/or any satisfactory indemnity or indemnities required in respect thereof) lodged with the Form of Acceptance received by the Registrar, Boardroom Share Registrars (HK) Limited at 2103B, 21st Floor, 148 Electric Road, North Point, Hong Kong, will be returned to the relevant Independent Shareholders who have accepted the Offer by ordinary post at such Independent Shareholders' own risk as soon as possible but in any event no later than seven (7) Business Days after the Offer has lapsed (i.e. by Monday, 20 July 2026).

Mr. Yang Jingyao

By order of the Board
Rongzun International Holdings Group Limited
Dr. Hiroshi Kaneko
Executive Director and Chief Executive Officer

Hong Kong, 9 July 2026

As at the date of this joint announcement, the Offeror is Mr. Yang Jingyao.

The Offeror accepts full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the Group) and confirms, having made all reasonable enquiries, that to the best of his knowledge, opinions expressed in this joint announcement (other than those expressed by the Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

As at the date of this joint announcement, the Board comprises Dr. Hiroshi Kaneko as executive Director; Mr. Wang Xueyan and Ms. Song Ningning as non-executive Directors; and Mr. Jin Fan, Mr. Sung Ka Woon and Mr. Yiu To Wa as independent non-executive Directors.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than information relating to the Offeror and any parties acting in concert with him) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than opinions expressed by the Offeror) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading