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Huaqin Co., Ltd.
華勤技術股份有限公司
(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock code: 3296)

DISCLOSEABLE TRANSACTION IN RELATION TO THE ON-MARKET ACQUISITION OF H SHARES IN NEXCHIP SEMICONDUCTOR

INTRODUCTION

On July 16, 2026, Huaqin Telecom, a wholly-owned subsidiary of the Company, acquired an aggregate of 4,409,700 H shares of Nexchip Semiconductor (representing approximately 0.20% of the total issued share capital of Nexchip Semiconductor as at the date of this announcement) through on-market transactions conducted on the Stock Exchange on July 16, 2026, at an aggregate consideration of approximately HK$139,119,861 (exclusive of transaction costs), representing an average price of approximately HK$31.55 per Target Share. Upon completion of the Acquisition and as at the date of this announcement, the Group held approximately 10.20% of the total issued share capital of Nexchip Semiconductor.

IMPLICATIONS UNDER THE HONG KONG LISTING RULES

Pursuant to Rule 14.22 of the Listing Rules, a series of transactions are required to be aggregated and treated as if they were a single transaction, provided that they are all completed within a 12-month period or are otherwise related. The Group completed an acquisition of approximately 6.0% interest in the then total issued share capital of Nexchip Semiconductor in August 2025, an acquisition of approximately 5.0% interest in the then total issued share capital of Nexchip Semiconductor in May 2026 and an on-market acquisition of approximately 0.07% interest in the then total issued share capital of Nexchip Semiconductor on July 10, 2026. Accordingly, the Acquisition shall be aggregated with such Previous Acquisitions pursuant to Rule 14.22 of the Listing Rules.

Accordingly, as one or more of the applicable percentage ratios (as defined under Rule 14.07 of the Listing Rules) in respect of the Acquisition (on an aggregated basis with the Previous Acquisitions) exceed 5% but are all less than 25%, the Acquisition (on an aggregated basis) constitutes a discloseable transaction of the Company and is subject to the reporting and announcement requirements but exempt from the shareholders' approval requirement under Chapter 14 of the Listing Rules.

INTRODUCTION

On July 16, 2026, Huaqin Telecom, a wholly-owned subsidiary of the Company, acquired an aggregate of 4,409,700 H shares of Nexchip Semiconductor (representing approximately 0.20% of the total issued share capital of Nexchip Semiconductor as at the date of this announcement) through on-market transactions conducted on the Stock Exchange on July 16, 2026 at an aggregate consideration of approximately HK$139,119,861 (exclusive of transaction costs), representing an average price of approximately HK$31.55 per Target Share. Upon completion of the Acquisition and as at the date of this announcement, the Group held approximately 10.20% of the total issued share capital of Nexchip Semiconductor.

As the Acquisition was conducted through open market on the Stock Exchange, the identity(ies) of the counterparty(ies) of the Acquisition cannot be ascertained by the Group. However, to the best of the Directors' knowledge, information and belief having made all reasonable enquiries, the Directors believe that the counterparty(ies) and its/their ultimate beneficial owner(s) in the Acquisition is/are Independent Third Parties.

CONSIDERATION

The aggregate consideration for the Acquisition is approximately HK$139,119,861 (exclusive of transaction costs) and has been fully settled in cash by Huaqin Telecom's internal resources.

As the Acquisition was conducted through on-market transactions, the consideration of the Acquisition was determined by reference to the prevailing trading prices of the H shares of Nexchip Semiconductor on the Stock Exchange at the time of the relevant acquisition.

INFORMATION ON THE TARGET COMPANY

Nexchip Semiconductor is a joint stock company established in the PRC with limited liability. Nexchip Semiconductor's A shares are listed on the STAR Market of the Shanghai Stock Exchange (stock code: 688249), and its H shares were listed on the Main Board of the Stock Exchange (stock code: 2249). Nexchip Semiconductor is a pure-play foundry specializing in 12-inch wafer manufacturing, operating at a critical juncture of the global semiconductor value chain.

Based on disclosures made by Nexchip Semiconductor and publicly available information available to the Company, the financial information of Nexchip Semiconductor prepared in accordance with the China Accounting Standards for Business Enterprises is as follows:

	For the year ended December 31,		For the three months ended March 31,
	2024	2025	2026
	(RMB '000)		
Revenue	9,249,252.35	10,885,449.27	2,911,975.31
Profit before taxation	482,459.40	466,694.44	28,572.35
Profit after taxation	482,196.35	466,498.37	28,516.45
Net profit attributable to shareholders of the parent company	532,840.61	704,204.45	50,658.64

	As of December 31, 2024	2025	As of March 31, 2026
		(RMB '000)	
Total assets	50,398,579.44	53,297,969.30	54,705,928.89
Total liabilities	24,309,611.96	25,210,280.50	24,946,728.83
Net assets attributable to the shareholders of the parent company	20,870,311.01	21,768,532.12	21,920,980.62

INFORMATION ON THE COMPANY AND HUAQIN TELECOM

The Company

The Company is a joint stock company incorporated in the PRC with limited liability, with its A Shares listed on the Main Board of the Shanghai Stock Exchange (stock code: 603296) and H Shares listed on the Main Board of the Hong Kong Stock Exchange (stock code: 3296).

The Group is a smart product platform with over 20 years of expertise in smart products that integrate core technologies including AI, IoT, big data and communication technologies and incorporate intelligent functions.

Huaqin Telecom

Huaqin Telecom is a wholly-owned subsidiary of the Company, serving as its overseas holding platform in Hong Kong.

REASONS FOR AND BENEFITS OF THE ACQUISITION

The Acquisition shows the Group's continued confidence in the future development prospects of Nexchip Semiconductor and recognition of the long-term investment value thereof. Through the Acquisition and the Group's commitment to hold its interest in Nexchip Semiconductor over the long term, the Group intends to deepen the integration of resources and synergies across the upstream and downstream of the industry chain, and to seize this opportunity to make key strategic investment arrangements, further exploring the possibilities of cooperation among all parties in industrial investment and various other business activities and projects, so as to enhance the Group's overall competitiveness and market position.

The consideration of the Acquisition has been funded by the self-owned funds of Huaqin Telecom, which is a wholly-owned subsidiary of the Company, and will not have any material adverse impact on the financial condition and operations of the Group as a whole.

The Board is of the view that the terms of the Acquisition are fair and reasonable and are in the interest of the Company and its Shareholders as a whole.

IMPLICATIONS UNDER THE HONG KONG LISTING RULES

Pursuant to Rule 14.22 of the Listing Rules, a series of transactions are required to be aggregated and treated as if they were a single transaction, provided that they are all completed within a 12-month period or are otherwise related. The Group completed an acquisition of approximately 6.0% interest in the then total issued share capital of Nexchip Semiconductor in August 2025 and approximately 5.0% interest in the then total issued share capital of Nexchip Semiconductor in May 2026 and an on-market acquisition of approximately 0.07% interest in the then total issued share capital of Nexchip Semiconductor on July 10, 2026. Accordingly, the Acquisition shall be aggregated with such Previous Acquisitions pursuant to Rule 14.22 of the Listing Rules.

Accordingly, as one or more of the applicable percentage ratios (as defined under Rule 14.07 of the Listing Rules) in respect of the Acquisition (on an aggregated basis with the Previous Acquisitions) exceed 5% but are all less than 25%, the Acquisition (on an aggregated basis) constitutes a discloseable transaction of the Company and is subject to the reporting and announcement requirements but exempt from the shareholders' approval requirement under Chapter 14 of the Listing Rules.

DEFINITIONS

Unless the context otherwise requires, the terms used in this announcement shall have the following meanings:

"A Share(s)"	ordinary shares issued by the Company, with a nominal value of RMB1.00 each, which are listed on the Shanghai Stock Exchange and traded in RMB
"Acquisition"	the acquisition of 4,409,700 H shares of Nexchip Semiconductor by Huaqin Telecom through on-market transactions conducted on the Stock Exchange on July 16, 2026, for an aggregate consideration of approximately HK$139,119,861 (exclusive of transaction costs)
"Board"	the board of directors of the Company
"Company"	Huaqin Co., Ltd. (華勤技術股份有限公司), a joint stock company with limited liability established under the laws of the PRC, the A Shares of which have been listed on the Main Board of the Shanghai Stock Exchange (stock code: 603296) and the H Shares of which have been listed on the Main Board of the Hong Kong Stock Exchange (stock code: 3296)
"connected person(s)"	has the meaning ascribed to it under the Hong Kong Listing Rules
"Directors"	the directors of the Company
"Group"	the Company and its subsidiaries
"H Share(s)"	overseas listed foreign shares in the ordinary share capital of the Company with a nominal value of RMB1.00 each, which are listed on the Main Board of the Stock Exchange and traded in HKD

"HKD"	Hong Kong dollars, the lawful currency of Hong Kong
"Hong Kong"	Hong Kong Special Administrative Region of the PRC
"Huaqin Telecom"	Huaqin Telecom Hong Kong Limited (華勤通訊香港有限公司), a company incorporated in Hong Kong, and a wholly-owned subsidiary of the Company
"Independent Third Party(ies)"	third party(ies) independent of the Company and its connected persons
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"Nexchip Semiconductor" or "Target Company"	Nexchip Semiconductor Corporation (合肥晶合集成電路股份有限公司), a joint stock company established in the PRC with limited liability, the A shares of which are listed on the STAR Market of the Shanghai Stock Exchange (stock code: 688249) and the H shares of which are listed on the Main Board of the Stock Exchange (stock code: 2249)
"PRC" or "China"	the People's Republic of China (中華人民共和國), which excludes, for the purpose of this announcement and for geographical reference only, except where the context requires, Hong Kong, Macau Special Administrative Region of the PRC and Taiwan, China
"Previous Acquisitions"	the acquisition of approximately 6.0% interest in the then total issued share capital of Nexchip Semiconductor, which was completed in August 2025; the acquisition of approximately 5.0% interest in the then total issued share capital of Nexchip Semiconductor, which was completed in May 2026; and the on-market acquisition of approximately 0.07% interest in the then total issued share capital of Nexchip Semiconductor, which was completed on July 10, 2026
"RMB"	Renminbi, the lawful currency of the PRC
"Shanghai Stock Exchange" or "SSE"	The Shanghai Stock Exchange
"Shareholders"	holders of the shares of the Company

"Stock Exchange" or "Hong Kong Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Target Shares"	4,409,700 H shares of Nexchip Semiconductor acquired by Huaqin Telecom through on-market transactions on the Stock Exchange on July 16, 2026, representing approximately 0.20% of the total issued share capital of Nexchip Semiconductor as at the date of this announcement
"%"	per cent

For ease of reference, the names of the Chinese laws and regulations, government authorities, institutions, natural persons or other entities have been included in this announcement in both the Chinese and English languages. In the event of any inconsistency, the Chinese name shall prevail.

By order of the Board
Huaqin Co., Ltd.
QIU Wensheng
Chairman of the Board and Executive Director

Hong Kong, July 16, 2026

As at the date of this announcement, Directors of the Company are: (i) Mr. Qiu Wensheng, Mr. Cui Guopeng, Mr. Wu Zhenhai, Ms. Chen Xiaorong, Ms. Xi Pinghua and Mr. Deng Zhiguo as executive Directors; and (ii) Mr. Hu Saixiong, Mr. Huang Zhiguo and Dr. Yu Fang as independent non-executive Directors.