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NIMBLE HOLDINGS NIMBLE HOLDINGS COMPANY LIMITED

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)
(Stock Code: 186)

**CONNECTED TRANSACTION
ENTERING INTO CONSTRUCTION CONTRACT**

THE CONSTRUCTION

On 30 July 2026, Zhanjiang Ruichen, an indirect wholly-owned subsidiary of the Company (as the principal) entered into the Construction Contract with the Contractor in respect of the construction of certain works of the Zhanjiang Project, pursuant to which the Contractor agreed to perform earthworks and piling works under the Zhanjiang Project for a total contract price of approximately RMB 14,650,000 (equivalent to approximately HK\$16,918,992).

IMPLICATIONS UNDER THE LISTING RULES

As at the date of this announcement, the Contractor is directly owned as to approximately 6.3% by Mr. Tan Weiqiang, and as to approximately 93.7% by Zhaoqing Nimble Real Estate Property Management Co., Ltd.* (肇慶市敏捷房地產物業管理有限公司), which is (i) directly owned as to approximately 0.25% by Mr. Tan Huichuan; (ii) directly owned as to 4.75% by a company owned as to 50% by Ms. Tan Yuehua and as to 50% by Ms. Tan Ying; and (iii) directly owned as to 95% by a company owned as to 90% by Mr. Tan Huichuan and 10% by Mr. Tan Haocheng. Each of Mr. Tan Weiqiang, Mr. Tan Huichuan, Mr. Tan Haocheng, Ms. Tan Yuehua and Ms. Tan Ying is a family member of Mr. Tan under Rule 14A.12(2)(a) of the Listing Rules. Therefore, the Contractor, being an associate of Mr. Tan, is a connected person of the Company pursuant to Chapter 14A of the Listing Rules. Accordingly, the Construction Contract constitutes a connected transaction for the Company. As one or more of the applicable percentage ratios in respect of the Construction Contract exceeds 0.1% but all are less than 5%, the Construction Contract is therefore subject to the reporting and announcement requirements but exempt from the independent shareholders' approval requirements under Chapter 14A of the Listing Rules.

INTRODUCTION

The Board is pleased to announce that on 30 July 2026, Zhanjiang Ruichen, an indirect wholly-owned subsidiary of the Company, and the Contractor entered into the Construction Contract in respect of certain works of the Zhanjiang Project.

THE CONSTRUCTION CONTRACT

Principal terms of the Construction Contract are summarised as follows:

Date

30 July 2026

Parties

- (1) Zhanjiang Ruichen, as the principal
- (2) The Contractor

Work Scope

Pursuant to the requirements under the Construction Contract, the Contractor is responsible for the earthworks and piling works under the Zhanjiang Project. The scope of work includes, but is not limited to, piling works, site clearance, excavation and transportation of soil and rock (both on-site and off-site), backfilling and compaction, removal of obstacles, demolition of existing structures, and implementation of drainage and dust control measures. The Contractor will also be responsible for the construction and maintenance of temporary access roads, protection of underground utilities, and coordination with local authorities and stakeholders, ensuring that all works are carried out in compliance with relevant technical standards and safety requirements.

Contract Period

928 days

Construction Contract Price

Zhanjiang Ruichen invited public tender for the construction works under the Construction Contract, and the Contractor was confirmed as the tender winner after undergoing relevant evaluation procedures and considering various factors, including technical experience, professional qualifications, business reputation, project management abilities of all the tenderers, total expenses and other relevant factors.

The total contract price (being the Contractor's tendered contract sum) under the Construction Contract was approximately RMB14,650,000 (equivalent to approximately HK\$16,918,992), inclusive of all labour, materials, equipment, transportation, management, taxes, and other costs necessary for the completion of the works as specified in the contract. It was agreed that the contract price will not be adjusted for fluctuations in market prices for construction materials, labour costs, or other external factors, except as otherwise provided in the contract. To the best knowledge, information and belief of the Directors, having made all reasonable enquiry, the contract price was determined on arm's length basis after considering (i) all services required by the Zhanjiang Ruichen in respect of the Zhanjiang Project and (ii) relevant design, procurement and prevailing market conditions of each construction works.

The total contract price will be funded by internal resources of the Group.

Payment terms

The total contract price shall be payable on a monthly basis based on construction progress. However, after the construction works are completed and accepted, the payment made by Zhanjiang Ruichen to the Contractor shall not exceed 97% of the total contract price, and the remaining 3% of the total contract price, will be retained as retention money, and shall be paid upon expiry of the defect liability period.

REASONS FOR AND BENEFITS OF ENTERING INTO THE CONSTRUCTION CONTRACT

It is within the normal business course of the Group to advance the construction of the Zhanjiang Project and develop properties on the Land Lot. The Contractor possesses the first-grade qualification as general contractor for construction of housing projects issued by the Ministry of Housing and Urban-Rural Development of the People's Republic of China. After due and careful consideration and comprehensive evaluation of the tenderers in terms of project quotation, qualification, experience and construction quality, Zhanjiang Ruichen selected the Contractor as the contractor for certain works of the Zhanjiang Project in accordance with relevant laws. The Directors are of the view that, entering into of the Construction Contract is vital to the advancement of the Zhanjiang Project and enables the Group to benefit from the development of its principal business.

The terms of the Construction Contract were concluded on an arm's length basis. The Directors, including independent non-executive Directors, have confirmed that the terms of the Construction Contract (including the total contract price) are fair and reasonable, and the transaction(s) contemplated thereunder are on normal commercial terms or better in the ordinary and usual course of business of the Group, and in the interests of the Company and its shareholders as a whole.

INFORMATION ON THE GROUP AND ZHANJIANG RUICHEN

The Group is principally engaged in property development in the PRC, distribution of houseware products and audio products in the USA, and trading of household appliances in the PRC.

Zhanjiang Ruichen is an indirect wholly-owned subsidiary of the Company incorporated in the PRC with limited liability. It is principally engaged in property development in the PRC.

INFORMATION ON THE CONTRACTOR

The Contractor is a company incorporated in the PRC with limited liability. As at the date hereof, it is principally engaged in construction and contracting services in the PRC.

IMPLICATIONS UNDER THE LISTING RULES

To the best knowledge, information and belief of the Directors, having made all reasonable enquiry, as at the date of this announcement, the Contractor is directly owned as to approximately 6.3% by Mr. Tan Weiqiang, and as to approximately 93.7% by Zhaoqing Nimble Real Estate Property Management Co., Ltd.* (肇慶市敏捷房地產物業管理有限公司), which is (i) directly owned as to approximately 0.25% by Mr. Tan Huichuan; (ii) directly owned as to 4.75% by a company owned as to 50% by Ms. Tan Yuehua and as to 50% by Ms. Tan Ying; and (iii) directly owned as to 95% by a company owned as to 90% by Mr. Tan Huichuan and 10% by Mr. Tan Haocheng. Each of Mr. Tan Weiqiang, Mr. Tan Huichuan, Mr. Tan Haocheng, Ms. Tan Yuehua and Ms. Tan Ying is a family member of Mr. Tan under Rule 14A.12(2)(a) of the Listing Rules. Therefore, the Contractor, being an associate of Mr. Tan, is a connected person of the Company pursuant to Chapter 14A of the Listing Rules.

As disclosed above, the Contractor is a connected person of the Company pursuant to Chapter 14A of the Listing Rules. Accordingly, the Construction Contract constitutes a connected transaction for the Company. As one or more of the applicable percentage ratios in respect of the Construction Contract exceeds 0.1% but all are less than 5%, the Construction Contract is therefore subject to the reporting and announcement requirements but exempt from the independent shareholders' approval requirements under Chapter 14A of the Listing Rules.

BOARD APPROVAL

In view of Mr. Tan's and his associates' interests in the Construction Contract, Mr. Tan has abstained from voting on the Board resolutions approving the Construction Contract and the transaction(s) contemplated thereunder. Save as the aforesaid, no other Directors has any material interest in the Construction Contract and would be required to abstain from voting on the Board resolutions approving the Construction Contract and the transaction(s) contemplated thereunder.

DEFINITIONS

In this announcement, the following terms have the meanings set out below, unless the context requires otherwise:

"associate(s)"	has the meaning as ascribed to this term under the Listing Rules
"Board"	the Board of Directors
"Company"	Nimble Holdings Company Limited, a company incorporated in the Cayman Islands and continued in Bermuda with limited liability whose Shares are listed and traded on the Main Board of the Stock Exchange (Stock Code: 186)

"connected person(s)"	has the meaning as ascribed to this term under the Listing Rules
"Construction Contract"	the construction contract dated 30 July 2026 entered into between the Zhanjiang Ruichen and the Contractor in relation to the construction of certain works of Zhanjiang Project. The details of which are set out in the section headed "The Construction Contract" in this announcement
"Contractor"	Meizhou Nimble Construction Co., Limited* (梅州市敏捷建築工程有限公司), a company incorporated in the PRC with limited liability
"controlling shareholder"	has the meaning as ascribed to this term under the Listing Rules
"Director(s)"	the director(s) of the Company
"Group"	the Company and its subsidiaries from time to time
"HK\$"	Hong Kong dollars, the lawful currency of Hong Kong
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Independent Third Party(ies)"	individual(s) or company(ies) who or which as far as the Directors are aware after having made all reasonable enquiries is/are not connected with the Company and its connected persons
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"Land Lot"	a parcel of land situated at the south side of Xue Zeng Road and the east side of Ying Bin Road at Binhe New District, Suixi County, Zhanjiang City, Guangdong Province, the PRC* (中國廣東省湛江市遂溪縣濱河新區學增路南側及迎賓路東側) with a site area of approximately 63,688.32 square meters for residential use
"Mr. Tan"	Mr. Tan Bingzhao, the Chairman, an executive Director and a controlling shareholder of the Company
"percentage ratio(s)"	has the meaning as ascribed to this term under the Listing Rules
"PRC"	the People's Republic of China, which for the purpose of this announcement excludes Hong Kong and the Macau Special Administrative Region of the PRC and Taiwan
"RMB"	Renminbi, the lawful currency of the PRC
"Share(s)"	ordinary share(s) of HK\$0.01 in the share capital of the Company
"Shareholder(s)"	holder of the Shares
"Stock Exchange"	The Stock Exchange of Hong Kong Limited

"USA"	the United States of America
"Zhanjiang Project"	the residential development project located on the Land Lot with a total GFA of approximately 227,000 square meters
"Zhanjiang Ruichen"	Zhanjiang Ruichen Real Estate Development Company Limited* (湛江市瑞辰房地產開發有限公司), a company incorporated in the PRC with limited liability and an indirect wholly-owned subsidiary of the Company
"%"	Per cent.

Unless otherwise specified in this announcement and for illustrative purpose only, amounts in RMB have been translated into HK\$ at the rate of RMB1.00 = HK\$1.15488.

By Order of the Board

**Nimble Holdings Company
Limited
Tan Bingzhao**

Chairman and Executive Director

Hong Kong, 30 July 2026

As at the date of this announcement, the Board comprises five executive Directors, namely, Mr. Tan Bingzhao, Mr. Deng Xiangping, Mr. Yan Guohao, Ms. Liang Minling and Mr. Hu Desheng; and three independent non-executive Directors, namely, Dr. Lin Jinying, Dr. Lu Zhenghua and Dr. Ye Hengqing.

** For identification purposes only*