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RIVERINE CHINA HOLDINGS LIMITED

浦江中國控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1417)

CLARIFICATION ANNOUNCEMENT IN RELATION TO MANDATORY UNCONDITIONAL CASH OFFER BY LEGO SECURITIES LIMITED FOR AND ON BEHALF OF YOMI.SUN HOLDING LIMITED TO ACQUIRE ALL THE ISSUED SHARES OF RIVERINE CHINA HOLDINGS LIMITED (OTHER THAN THOSE ALREADY OWNED OR AGREED TO BE ACQUIRED BY YOMI.SUN HOLDING LIMITED AND ANY PARTY ACTING IN CONCERT WITH IT)

References are made to the Rule 3.7 Announcement dated 18 May 2026; the announcement made by Riverine China Holdings Limited (the “**Company**”) on 15 June 2026 pursuant to Rule 3.5 of the Takeovers Code; and the announcement made by the Company on 21 July 2026 in relation to the despatch of the Composite Document; and the Composite Document published by the Company on 21 July 2026. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Composite Document.

In Appendix III General Information of the Group of the Composite Document, it was disclosed that Sure Advance holds an aggregate of 30,000,000 Shares, representing 7.50% of the issued share capital of the Company. According to the corporate substantial shareholder notices filed by S.I., Shanghai Industrial, Shanghai Industrial Investment, Shanghai Treasury, Shanghai Investment and Sure Advance (collectively the “**Sure Advance Group**”) on 11 December 2017, Shanghai Industrial Investment directly holds 100% of the issued share capital of Shanghai Treasury, which in turn holds 100% of the issued share capital of Shanghai Investment, which in turn holds 47.77% of the issued share capital of Shanghai Industrial, which in turn holds 100% of the issued share capital of S.I., which in turn holds 100% of the issued share capital of Sure Advance. The Company noted that according to the corporate substantial shareholder notices filed by Shanghai Industrial Investment on 22 June 2026, 23 June 2026, 24 June 2026 and 25 June 2026, Shanghai Investment now holds 55.13% of the issued share capital of Shanghai Industrial. Therefore,

S.I., Shanghai Industrial, Shanghai Industrial Investment, Shanghai Treasury and Shanghai Investment are taken to be interested in the number of Shares held by Sure Advance pursuant to Part XV of the SFO. The Company also checked the Complete list of substantial shareholders page (but not the List of notices filed by substantial shareholders page) on the Stock Exchange's website before despatch of the Composite Document and it showed that Sure Advance held 30,000,000 Shares. The Company noted that it is still the case as at 30 July 2026 for the Complete list of substantial shareholders page. During the Relevant Period and up to the Latest Practicable Date, the Company did not receive any corporate substantial shareholder notices from the Sure Advance Group.

On 22 July 2027, the Company was informed by an ex-employee that Sure Advance may have disposed of certain Shares held by it. The Company then checked the Stock Exchange's website and noticed that on 22 June 2026, 23 June 2026, 24 June 2026 and 25 June 2026, Shanghai Industrial and Shanghai Industrial Investment filed corporate substantial shareholder notices regarding disposal of Shares. As at 25 June 2026, the number of Shares held by them was reduced to 17,342,000 Shares, representing 4.28% of the issued share capital of the Company. The Sure Advance Group did not notify the Company or the SFC of their disposal of Shares according to the SFO and the Takeovers Code. Thus, the Company was unaware of such disposal of Shares by the Sure Advance Group.

After taking into account the disposal of Shares by Sure Advance, the disclosure under “(b) Interests and short positions of the substantial Shareholders in the Shares and underlying shares” in section “3. Disclosure of Interests” in Appendix III General Information of the Group in the Composite Document should be as follows:

“As at the Latest Practicable Date, so far as was known to the Directors, the following persons (other than the Directors or chief executive of the Company) had, or were deemed to have, interests or short positions in the Shares or underlying Shares which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO or which were recorded in the register required to be kept by the Company under Section 336 of the SFO, or who were directly or indirectly interested in 5% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of any member of the Group:

Long positions in the Shares

Name of Shareholder	Capacity/Nature of interest	Number of Shares Interested	Approximate percentage of the issued Shares
Offeror	Beneficial owner	222,890,000	55.03%
Youmi Investment Limited	Interest of controlled corporation (<i>Note 1</i>)	222,890,000	55.03%
Cantrust (Far East) Limited	Trustee (<i>Note 1</i>)	222,890,000	55.03%
Mr. Sun	Founder of a discretionary trust who can influence how the trustee exercises his discretion (<i>Note 1</i>)	222,890,000	55.03%
Lucky Yang	Beneficial owner (<i>Note 2</i>)	77,280,000	19.08%
Mr. Yang	Interest of controlled corporation (<i>Note 2</i>)	77,280,000	19.08%

Notes:

1. The Offeror is an investment holding company and is wholly-owned by Youmi Investment Limited. Youmi Investment Limited is beneficially owned by the Youmi Trust, which was established by Mr. Sun as the settlor and appointor. Cantrust (Far East) Limited is the trustee of the Youmi Trust and an independent professional trustee ultimately controlled by an Independent Third Party of the Company, and Mr. Sun and his family members are the beneficiaries of the Youmi Trust. Mr. Sun is the sole director and the ultimate beneficial owner of the Offeror. As such, each of Mr. Sun, Cantrust (Far East) Limited and Youmi Investment Limited is deemed to be interested in the Shares held by the Offeror.
2. Lucky Yang is an Independent Third Party prior to the entering into of Sale and Purchase Agreement 2. Lucky Yang is a party acting in concert with the Offeror, and is wholly and beneficially owned by Mr. Yang. As such, Mr. Yang is deemed to be interested in the Shares held by Lucky Yang."

The Company will notify the Sure Advance Group to file necessary dealing disclosures with the SFC.

By order of the Board of
Riverine China Holdings Limited
Xiao Xingtao
Chairman and Executive Director

Hong Kong, 30 July 2026

As at the date of this announcement, the Board comprises Mr. Xiao Xingtao (Chairman), Mr. Fu Qichang, Mr. Xiao Yuqiao and Ms. Wang Hui as executive Directors; Mr. Zhang Yongjun as non-executive Director; and Mr. Cheng Dong, Mr. Weng Guoqiang and Mr. Shu Wa Tung Laurence as independent non-executive Directors.

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

In the event of any inconsistency, the English text of this announcement shall prevail over its Chinese text.