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Zhongke Group Holdings Limited
中 科 集 團 控 股 有 限 公 司

(formerly known as Wai Hung Group Holdings Limited 偉鴻集團控股有限公司)

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 3321)

**COMPLETION OF ISSUE OF CONVERTIBLE BONDS
UNDER SPECIFIC MANDATE**

Reference is made to the circular (the “**Circular**”) of Zhongke Group Holdings Limited (the “**Company**”) dated 14 September 2026, in relation to, among others, the proposed issue of the Convertible Bonds under the Specific Mandate. Unless otherwise indicated in this announcement, capitalised terms used herein have the same meanings as those defined in the Circular.

COMPLETION OF ISSUE OF CONVERTIBLE BONDS UNDER SPECIFIC MANDATE

The Board is pleased to announce that all the conditions precedent set out in the Subscription Agreement have been fulfilled and completion of the issue of the Convertible Bonds in the aggregate principal amount of USD3.0 million (equivalent to HK\$23.4 million) to the Subscriber took place on 5 October 2026 in accordance with the terms and conditions of the Subscription Agreement.

EFFECT ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

The shareholding structure of the Company (i) as at the date of this announcement; and (ii) immediately upon full conversion of the Convertible Bonds at the Conversion Price are as follows:

	As at the date of this announcement		Immediately upon full conversion of the Convertible Bonds at the Conversion Price	
	<i>Number of Shares</i>	<i>Approximate %</i>	<i>Number of Shares</i>	<i>Approximate %</i>
Substantial Shareholder				
Copious Astute Limited (<i>Note</i>)	21,409,300	27.56	21,409,300	21.64
Directors				
Yau Yik Ming Leao	600,000	0.77	600,000	0.61
Chen Jianyu	300,000	0.39	300,000	0.30
Song Yanyang	600,000	0.77	600,000	0.61
Kwan Hung Chun Curtus	300,000	0.39	300,000	0.30
Subscriber	—	—	21,272,727	21.50
Other public Shareholders	54,460,300	70.12	54,460,300	55.04
Total	77,669,600	100.00	98,942,327	100.00

Note: Copious Astute Limited is wholly owned by Mr. Li Kam Hung.

By order of the Board
Zhongke Group Holdings Limited
Mr. Li Chun Ho
Chairman

Hong Kong, 5 October 2026

As at the date of this announcement, the Board comprises Mr. Li Kam Hung, Mr. Yau Yik Ming Leao, Ms. Chen Jianyu, Mr. Song Yanyang and Mr. Kwan Hung Chun Curtus as executive Directors; Mr. Li Chun Ho as non-executive Director; and Mr. Tam Tsz Hin, Mr. Yu Kwan Tseung, Alvin, Mr. Yuan Fangjun and Mr. Zhou Zhengcheng as independent non-executive Directors.