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XIMEI RESOURCES HOLDING LIMITED

稀美資源控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 9936)

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

Placing Agent



References are made to the announcements of Ximei Resources Holding Limited (the “**Company**”) dated 19 September 2025 and 25 September 2025 respectively in relation to the Placing (the “**Announcements**”). Unless otherwise defined, capitalised terms used herein shall have the same meanings as defined in the Announcements.

COMPLETION OF THE PLACING

The Board is pleased to announce that all the conditions set out in the Placing Agreement have been fulfilled and Completion took place on 30 September 2025. An aggregate of 20,000,000 Placing Shares, representing (i) approximately 5.56% of the total number of issued Shares immediately before Completion; and (ii) approximately 5.26% of the total number of issued Shares as enlarged by the allotment and issue of the Placing Shares, have been successfully placed to not less than six Placees at the Placing Price of HK\$5.0 per Placing Share pursuant to the terms of the Placing Agreement.

To the best of the Directors’ knowledge, information and belief, having made all reasonable enquiries, the Placees (and where applicable, their ultimate beneficial owners) are (i) independent of and not connected with nor acting in concert with the Company, its connected persons and any of their respective associates; and (ii) not acting in concert with other Placees in relation to the control of the Company. None of the Placees (or any of their nominees or respective associates) has become a substantial Shareholder immediately after Completion.

USE OF PROCEEDS

The gross proceeds from the Placing are approximately HK\$100 million and the net proceeds, after deduction of all relevant expenses (including but not limited to placing commission, professional fees and other related expenses), are approximately HK\$98.5 million, representing a net issue price of approximately HK\$4.93 per Placing Share.

The Company intends to apply the net proceeds from the Placing as to (i) approximately HK\$59.1 million for procurement of raw materials such as tantalite and columbite; and (ii) approximately HK\$39.4 million for daily operational expenses, including but not limited to the payment of staff salaries and administrative expenses. The proceeds from the Placing are expected to be fully utilised by the end of 2026.

EFFECTS ON SHAREHOLDING STRUCTURE OF THE COMPANY

The following table sets out the shareholding structure of the Company immediately before and after Completion:

Shareholder	Immediately before Completion		Immediately after Completion	
	<i>Number of Shares</i>	<i>Approximate percentage of shareholding %</i>	<i>Number of Shares</i>	<i>Approximate percentage of shareholding %</i>
Jiawei Resources Holding Limited (Note 1)	205,000,000	56.94	205,000,000	53.95
Ganfeng Lithium Co., Ltd. (Note 2)	60,000,000	16.67	60,000,000	15.79
Huang Jieli (“Ms. Huang”) (Note 3)	260,000	0.07	260,000	0.07
Public Shareholders:				
The Placees	–	–	20,000,000	5.26
Other public Shareholders	94,740,000	26.32	94,740,000	24.93
Total	<u>360,000,000</u>	<u>100.00</u>	<u>380,000,000</u>	<u>100.00</u>

Notes:

- (1) Jiawei Resources Holding Limited is wholly owned by Mr. Wu. By virtue of the SFO, Mr. Wu is deemed to be interested in all the Shares held by Jiawei Resources Holding Limited. Ms. Ruan Xiaomei is the spouse of Mr. Wu. By virtue of the SFO, Ms. Ruan Xiaomei is deemed to be interested in all the Shares held by Mr. Wu.
- (2) Ganfeng Lithium Co., Ltd. is a joint stock company established in the PRC with limited liability, the A shares of which are listed on the Shenzhen Stock Exchange (stock code: 002460) and the H shares of which are listed on the Main Board of the Stock Exchange (stock code: 1772). So far as was known to the Directors, interests held by Ganfeng Lithium Co., Ltd. were indirectly held through GFL Investment (Hong Kong) Limited, its indirect wholly-owned subsidiary and an investment holding company.
- (3) Ms. Huang is an executive Director. Mr. Huang Hua is the spouse of Ms. Huang. By virtue of the SFO, Mr. Huang Hua is deemed to be interested in all the Shares and underlying Shares held by Ms. Huang.

By Order of the Board
Ximei Resources Holding Limited
Wu Lijue
Chairman and executive Director

Hong Kong, 30 September 2025

As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Wu Lijue, Mr. Mao Zili and Ms. Huang Jieli; one non-executive Director, namely Ms. Ouyang Ming; and three independent non-executive Directors, namely Mr. Lau Kwok Fai Patrick, Mr. Zhong Hui and Ms. Shi Ying.