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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 EXISTING SHARES AND TOP-UP SUBSCRIPTION OF NEW SHARES UNDER GENERAL MANDATE

Overall Coordinators, Capital Market Intermediaries and Placing Agents



Capital Market Intermediary and Placing Agent



The Board is pleased to announce that completion of the Placing took place on 5 June 2026 in accordance with the terms and conditions of the Placing and Subscription Agreement, where an aggregate of 34,100,000 Sale Shares were successfully placed by the Joint Placing Agents, on a best effort basis, to not less than six Placees at the Purchase Price of HK\$16.10 for each Sale Share. To the best of the knowledge, information and belief of the Directors after having made all reasonable enquiries, each of the Placees and their ultimate beneficial owners are Independent Third Parties and not acting in concert with the Seller.

As all conditions for completion of the Subscription had been fulfilled, the Company allotted and issued 34,100,000 Subscription Shares to the Seller at HK\$16.10 per Subscription Share on 10 June 2026 in accordance with the terms and conditions of the Placing and Subscription Agreement.

References are made to the announcements of the Company dated 3 and 8 June 2026 (the “**Announcements**”) in respect of the Placing and the Subscription. Unless defined otherwise, capitalised terms used herein shall have the same meanings as those defined in the Announcements.

COMPLETION OF THE PLACING AND THE SUBSCRIPTION

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As all conditions for completion of the Subscription had been fulfilled, the Company allotted and issued 34,100,000 Subscription Shares to the Seller at HK\$16.10 per Subscription Share on 10 June 2026 in accordance with the terms and conditions of the Placing and Subscription Agreement.

The net proceeds received by the Company from the Subscription, after deduction of all relevant expenses (including but not limited to placing commission, professional fees and other related expenses) incidental to the Subscription, amounted to approximately HK\$537.2 million, which will be utilised as follows:

- (i) approximately HK\$161.2 million for potential strategic investment and acquisition in the upstream mining space;
- (ii) approximately HK\$161.2 million for development of business and expansion of production capacity; and
- (iii) approximately HK\$214.8 million for working capital and general corporate purposes, including raw material and auxiliary material procurement to support regular production and repayment of borrowings.

Further details of the proposed use of the net proceeds from the Subscription are set out in the Announcements.

EFFECT ON THE SHAREHOLDING STRUCTURE OF THE COMPANY AS A RESULT OF THE PLACING AND THE SUBSCRIPTION

	Immediately before the completion of the Placing and the Subscription		Immediately after completion of the Placing, but before completion of the Subscription		Immediately after completion of the Placing and the Subscription	
	<i>Approximate % of issued Shares (excluding treasury Shares)</i>	<i>Approximate % of issued Shares (excluding treasury Shares)</i>	<i>Approximate % of issued Shares (excluding treasury Shares)</i>	<i>Approximate % of issued Shares (excluding treasury Shares)</i>	<i>Approximate % of issued Shares (excluding treasury Shares)</i>	<i>Approximate % of issued Shares (excluding treasury Shares)</i>
Seller						
Jiawei Resources Holding Limited (Note 1)	205,000,000	53.95%	170,900,000	44.98%	205,000,000	49.50%
Other Shareholders						
Ganfeng Lithium Co., Ltd. (Note 2)	59,965,000	15.78%	59,965,000	15.78%	59,965,000	14.48%
Ms. Huang (Note 3)	260,000	0.07%	260,000	0.07%	260,000	0.06%
Public Shareholders:						
The Places	–	–	34,100,000	8.97%	34,100,000	8.23%
Other public Shareholders	114,775,000	30.20%	114,775,000	30.20%	114,775,000	27.73%
Total	380,000,000	100.00%	380,000,000	100.00%	414,100,000	100.00%

Notes:

- (1) The Seller is wholly owned by Mr. Wu. By virtue of the SFO, Mr. Wu is deemed to be interested in all the Shares held by the Seller. 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.
- (4) The percentage figures included in the above table are subject to rounding adjustments.
- (5) The above table does not take into account any Shares which may be allotted and issued upon the exercise of options granted under any share option scheme or share award scheme of the Company.
- (6) The total number of issued Shares as at the date of this announcement is 414,100,000.
- (7) The above table assumes that no other changes have been made to the share capital of the Company, save for the allotment and issue of the Subscription Shares.

By order of the Board
Ximei Resources Holding Limited
Wu Li Jue
Chairman

Hong Kong, 10 June 2026

As at the date of this announcement, the Board comprises Mr. Wu Lijue, Mr. Mao Zili and Ms. Huang Jieli as executive Directors; Mr. Liao Longlong as non-executive Director; Mr. Lau Kwok Fai Patrick, Ms. Shi Ying and Mr. Zhong Hui as the 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.