HENGXIN TECHNOLOGY LTD.
亨鑫科技有限公司*

(carrying on business in Hong Kong as HX Singapore Ltd.)
(incorporated in Republic of Singapore with limited liability)
(Stock Code: 1085)

MAJOR TRANSACTION IN RELATION TO QUASI-REITS – NET DISPOSAL OF 70% OF THE UNDERLYING ASSETS

The Group proposes to enter into the following agreements for the purpose of the Special Scheme on the dates specified below. The estimated total issue size of the Special Scheme is RMB750 million. For the purposes of the alternative consideration ratio accepted by the Stock Exchange, the estimated consideration attributable to the Net Disposal is approximately RMB525 million, representing 70% of the estimated total issue size:

(I) On or before 21 September 2026 (within forty-five (45) calendar days after the date of this announcement), Zhongguang New Energy (an indirect non-wholly owned subsidiary of the Company) (as the vendor) will enter into the SPV SPA with the Manager (as the purchaser), pursuant to which Zhongguang New Energy will dispose of and the Manager will acquire, 100% of the equity interest of the SPV;

(II) On or before 21 September 2026 (within forty-five (45) calendar days after the date of this announcement), Zhongguang New Energy (as the vendor) will enter into the Project Company SPA with SPV (as the purchaser), pursuant to which Zhongguang New Energy will dispose of and SPV will acquire, 100% of the equity interest of the Project Company; and

(III) At the issuance stage of the Special Scheme, after obtaining Shareholders' approval of the Proposed Transaction at the EGM and finalisation of the relevant issue terms, Zhongguang New Energy (as the subscriber) will enter into the Subscription Agreement with the Manager to subscribe for 30% of the units of the Privately Traded REITs (representing 30% of the ABS under the Special Scheme).

LISTING RULES IMPLICATIONS

The Company has applied to the Stock Exchange for the adoption of alternative size tests for the assets ratio, profits ratio, revenue ratio and consideration ratio in relation to the Proposed Transaction pursuant to Rule 14.20 of the Listing Rules and the Stock Exchange agreed with the Company's view that the original percentage ratios would produce an anomalous result and accepted the alternative size tests proposed by the Company.

Pursuant to the alternative size tests accepted by the Stock Exchange, the Proposed Transaction is treated, for the purposes of Chapter 14 of the Listing Rules, as a one-step net disposal of 70% of the Underlying Assets, rather than two separate transactions, namely (i) a disposal of 100% of the Underlying Assets and (ii) a subscription for 30% of the units of the Privately Traded REITs.

Based on the alternative size tests, the highest applicable percentage ratio with respect to the Proposed Transaction exceeds 25% but is less than 75%. As a result, the Proposed Transaction constitutes a major transaction of the Company and is subject to the notification, announcement and shareholders' approval requirements under Chapter 14 of the Listing Rules.

EGM

The EGM will be convened by the Company at which resolution will be proposed to seek approval from the Shareholders for the Agreements and the Proposed Transaction by way of poll. To the best of the knowledge, information and belief of the Board, having made all reasonable enquiries, none of the Shareholders has a material interest in the Agreements and the Proposed Transaction and therefore, no Shareholder will be required to abstain from voting on the resolution(s) to be proposed at the EGM to approve the Agreements and the Proposed Transaction contemplated thereunder.

DESPATCH OF CIRCULAR

A circular containing, among other things, (i) further information on the Agreements and the Proposed Transaction; (ii) other information as required under the Listing Rules and (iii) a notice of the EGM will be despatched to the Shareholders in compliance with the Listing Rules on or before 1 September 2026.

As completion of the Proposed Transaction is subject to the Shareholders' approval under Chapter 14 of the Listing Rules and other conditions precedent, the Proposed Transaction may or may not proceed. Shareholders and potential investors should exercise caution when dealing in the equity securities of the Company.

INTRODUCTION

The Group proposes to enter into the following agreements for the purpose of the Special Scheme on the dates specified below. The estimated total issue size of the Special Scheme is RMB750 million. For the purposes of the alternative consideration ratio accepted by the Stock Exchange, the estimated consideration attributable to the Net Disposal is approximately RMB525 million, representing 70% of the estimated total issue size:

(I) On or before 21 September 2026 (within forty-five (45) calendar days after the date of this announcement), Zhongguang New Energy (an indirect non-wholly owned subsidiary of the Company) (as the vendor) will enter into the SPV SPA with the Manager (as the purchaser), pursuant to which Zhongguang New Energy will dispose of and the Manager will acquire, 100% of the equity interest of the SPV;

(II) On or before 21 September 2026 (within forty-five (45) calendar days after the date of this announcement), Zhongguang New Energy (as the vendor) will enter into the Project Company SPA with SPV (as the purchaser), pursuant to which Zhongguang New Energy will dispose of and SPV will acquire, 100% of the equity interest of the Project Company; and

(III) At the issuance stage of the Special Scheme, after obtaining Shareholders' approval of the Proposed Transaction at the EGM and finalisation of the relevant issue terms, Zhongguang New Energy (as the subscriber) will enter into the Subscription Agreement with the Manager to subscribe for 30% of the units of the Privately Traded REITs (representing 30% of the ABS under the Special Scheme).

(I) SPV SPA

The proposed principal terms of the SPV SPA are set out as follows:

Date:	On or before 21 September 2026 (within forty-five (45) calendar days after the date of this announcement)
Parties:	(1) Zhongguang New Energy (as the transferor); (2) Manager (as the transferee); and (3) SPV (as the target company)
Target Equity:	Pursuant to the terms and conditions of the SPV SPA, Zhongguang New Energy will dispose of and the Manager (for the Special Scheme) will acquire, 100% of the equity interest of the SPV ("**SPV Target Equity**", transfer of the SPV Target Equity pursuant to the SPV SPA shall be referred to as "**SPV Equity Transfer**").

Transactional Steps and Closing:

The parties will complete the transactions contemplated by the SPV SPA in accordance with the following steps:

(a) The parties execute the SPV SPA;

(b) Within 5 business days following the establishment date of the Special Scheme, the SPV shall prepare the register of shareholders (股東名冊) and the capital contribution certificate(s) (出資證明書) reflecting the Manager as the new shareholder, simultaneously retrieve the original capital contribution certificate(s), and provide the Manager with the original or a copy of the SPV's articles of association as amended following the SPV Equity Transfer. The date on which the Manager is recorded as the new shareholder of the SPV in the register of shareholders and the capital contribution certificate(s) shall be the closing date for the SPV Target Equity (hereinafter referred to as the "**SPV Closing Date**");

(c) Zhongguang New Energy and the SPV shall fulfill all closing obligations regarding the SPV Equity Transfer no later than the SPV Closing Date;

(d) The Manager pays the transfer price (轉讓價款) to Zhongguang New Energy and makes the actual capital contribution (實繳出資款) in accordance with the relevant term of the SPV SPA;

(e) within 10 business days following the establishment date of the Special Scheme, the parties submit all application materials required for the registration of the SPV Equity Transfer to the Administration for Market Regulation (市監局) and complete the industrial and commercial registration of the SPV Equity Transfer;

(f) The Manager increases the capital of the SPV and pays the capital increase amount in accordance with the relevant term of the SPV SPA (if applicable);

(g) The Manager and the SPV submit all application materials required for the SPV capital increase to the Administration for Market Regulation and complete the industrial and commercial registration of the SPV capital increase within 10 business days following the payment of the capital increase amount (if applicable).

Consideration:	The Manager's total investment in the SPV (the "**Total SPV Investment Amount**") specifically comprises: (i) the SPV equity transfer price payable by the Manager to Zhongguang New Energy (the "**SPV Equity Transfer Price (SPV 股權轉讓價款)**"), which shall be RMB zero; (ii) funds actually contributed by the Manager to the SPV as capital contribution (the "**Actual Capital Contribution (實繳出資款)**"), which shall be estimated in the amount of RMB250 million, payment of which shall be subject to the conditions precedent as set out below; and funds injected by the Manager to increase the SPV's capital (the "**Capital Increase Funds (增資款)**"), which shall be in the amount of RMB zero; and (iii) loans in the estimated amount of approximately RMB500 million to be provided by the Manager to the SPV (the "**SPV Loan**" subject to the terms of the relevant loan agreement). Please also refer to the part with heading "CONSIDERATION FOR THE NET DISPOSAL" of this announcement
Conditions precedent to payment:	The payment of the SPV Equity Transfer Price and the Actual Capital Contribution shall be subject to the continued satisfaction of all the following conditions: (a) Zhongguang New Energy has passed the necessary internal resolutions or completed the necessary approval procedures regarding the SPV Equity Transfer; (b) the Manager has passed the necessary internal resolutions or completed the necessary approval procedures regarding the SPV Equity Transfer; (c) if any relevant agreement or contract to which the SPV is a party requires third-party consent or approval in the event of a change in the SPV's equity structure, the SPV has obtained all such consents or approvals to ensure that it

may continue to maintain all its existing contractual rights or other rights on the same terms following the closing of the SPV Equity Transfer;

(d) the Special Scheme has been successfully established;

(e) the Manager, as the new shareholder, has been recorded in the SPV's register of shareholders and on its capital contribution certificate; and

(f) there is no breach by Zhongguang New Energy of any representations, warranties, or undertakings under the SPV SPA.

The payment of the Capital Increase Funds shall be subject to the continued satisfaction of all the following conditions:

(a) the continued satisfaction of the conditions for payment of the SPV Equity Transfer Price and the Actual Capital Contribution;

(b) each of the Manager and SPV has passed its respective necessary internal resolutions or completed the necessary approval procedures regarding the capital increase; and

(c) there is no breach by Zhongguang New Energy of any representations, warranties, or undertakings under the SPV SPA.

(II) Project Company SPA

The proposed principal terms of the Project Company SPA are set out as follows:

Date: On or before 21 September 2026 (within forty-five (45) calendar days after the date of this announcement)

Parties:

(1) Zhongguang New Energy (as the transferor);

(2) SPV (as the transferee); and

(3) Project Company (as the target company)

Target Equity: Pursuant to the terms and conditions of the Project Company SPA, Zhongguang New Energy will dispose of and the SPV will acquire, 100% of the equity interest of the Project Company ("**Project Company Target Equity**", transfer of the Project Company Target Equity pursuant to the Project Company SPA shall be referred to as "**Project Company Equity Transfer**").

Transactional Steps and Closing: The parties will complete the transactions contemplated by the Project Company SPA in accordance with the following steps:

(a) The parties execute the Project Company SPA;

(b) Within 5 business days following the full satisfaction of the conditions precedent to closing set forth in the Project Company SPA, the Project Company shall prepare the register of shareholders (股東名冊) and the capital contribution certificate(s) (出資證明書) reflecting the SPV as the new shareholder, simultaneously retrieve the original capital contribution certificate(s), and provide the SPV with the original or a copy of the Project Company's articles of association as amended to reflect the Project Company Equity Transfer. The date on which the SPV is recorded as the new shareholder of the Project Company in the register of shareholders and the capital contribution certificate(s) shall constitute the closing date for the Project Company Target Equity (hereinafter referred to as the "**Project Company Closing Date**");

(c) Zhongguang New Energy and the Project Company shall, no later than the Project Company Closing Date, fulfill all closing obligations regarding the Project Company Target Equity vis-à-vis Zhongguang New Energy in accordance with the Project Company SPA and execute a confirmation of closing;

(d) The SPV pays the transfer price to Zhongguang New Energy in accordance with the relevant term of the Project Company SPA; and

(e) The parties submit all application materials required for the registration of Project Company Equity Transfer to the Administration for Market Regulation (市監局) within 10 business days following the Project Company Closing Date.

Consideration: The estimated consideration for the Project Company Equity Transfer shall be RMB749 million.

The SPV shall pay the transfer price in a lump sum to the account designated by Zhongguang New Energy on the day all the following conditions are satisfied (provided that, if the transfer of funds cannot be completed on that day due to banking reasons, payment shall be made on the next business day or at a time approved by Zhongguang New Energy):

(a) Zhongguang New Energy has completed the closing obligations regarding the Project Company Target Equity in accordance with the Project Company SPA;

(b) The SPV has been recorded as a new shareholder in the Project Company's register of shareholders and certificate of capital contribution;

(c) Zhongguang New Energy has passed or obtained the necessary internal resolutions or approvals regarding the Project Company Equity Transfer;

(d) If laws, regulations, or agreements/contracts to which the Project Company is a party require third-party consent or approval for changes in the Project Company's equity structure, the Project Company has obtained all such consents or approvals; and

(e) The representations and warranties made by Zhongguang New Energy are true, complete, and valid; Zhongguang New Energy is not in breach of any representations, warranties, or undertakings under the Project Company SPA; and the SPV has not discovered any other material facts, matters, or circumstances – whether actual or anticipated – that would prevent the transaction contemplated by the Project Company SPA from proceeding or being completed.

Please also refer to the part with heading "CONSIDERATION FOR THE NET DISPOSAL" of this announcement

Conditions precedent to closing: Within 1 business day following the satisfaction of all the conditions set forth below, the Project Company shall prepare a register of shareholders and a capital contribution certificate reflecting the SPV as the new shareholder of the Project Company, while simultaneously retrieving the original capital contribution certificate; additionally, the SPV shall obtain the original or a copy of the Project Company's articles of association as amended to reflect the change in equity:

(1) The Project Company SPA has been executed and has become effective;

(2) The Special Scheme has been established;

(3) The Manager (acting on behalf of the Special Scheme) has been registered as a shareholder of the SPV;

(4) The Manager (acting on behalf of the Special Scheme) has completed the actual capital contribution to the SPV, the capital increase (if any), and the disbursement of the shareholder loan to the SPV; and

(5) the Shareholders' approval of the Proposed Transaction has been obtained in accordance with the Listing Rules.

(III) Subscription Agreement

The expected principal terms of the Subscription Agreement are set out as follows:

Date: At the issuance stage of the Special Scheme, after obtaining Shareholders' approval of the Proposed Transaction at the EGM and finalisation of the relevant issue terms

Parties:

(1) Zhongguang New Energy (as subscriber)

(2) Manager (as scheme manager)

Subject matter: 30% of the units of the Privately Traded REITs

Subscription amount: Based on an estimated total issue size of the Special Scheme (RMB750 million), the estimated subscription amount is RMB225 million (RMB750 million multiplied by 30%)

ORGANIZATIONAL STEPS FOR THE PROPOSED TRANSACTION

The group chart of the Group as at the date of this announcement is set out in Chart 1 of the Annexure Appendix. For simplicity, the SPV, which has been established as a direct wholly-owned subsidiary of Zhongguang New Energy, is not shown in Chart 1 of the Appendix.

The Agreements are the crucial parts of the following Proposed Transaction:

1. The Manager will initiate the establishment of the Special Scheme. The investors (i.e. subscribers) will enter into subscription agreements for asset-backed securities ("**ABS**") with the Manager, pursuant to which the investors will subscribe for the interests of ABS under the Special Scheme and become holders of the ABS.

2. Zhongguang New Energy has established the SPV as its wholly-owned subsidiary.

3. Zhongguang New Energy will dispose of, and the Manager (for the Special Scheme) will acquire from Zhongguang New Energy, SPV Target Equity pursuant to the terms and conditions of the SPV SPA.

4. Zhongguang New Energy will dispose of, and the SPV will acquire from Zhongguang New Energy, the Project Company Target Equity pursuant to the terms and conditions of the Project Company SPA. For illustration purposes, Chart 2 of the Appendix is the organization chart after the disposal of 100% equity interest of the Project Company.

5. SPV and the Project Company will then merge pursuant to the PRC laws, pursuant to which, the SPV will be deregistered and the Project Company will absorb or take up all assets and liabilities of the SPV (including the shareholder loan to be provided by the Manager to the SPV).

6. At the issuance stage of the Special Scheme, after obtaining Shareholders' approval of the Proposed Transaction at the EGM and finalisation of the relevant issue terms, Zhongguang New Energy proposes to enter into the Subscription Agreement with the Manager and subscribe for 30% of the units of the Privately Traded REITs (representing 30% of the ABS under the Special Scheme). For illustration purposes, Chart 3 of the Appendix is the organization chart upon completion of the Subscription Agreement and the Absorption Merger.

After the completion of the above steps, the expected corporate chart of the Privately Traded REITs will be as set out in Chart 4 of the Appendix.

After the completion of the Proposed Transaction, the Special Scheme will hold 100% of the equity interests of the Project Company and indirectly hold the Underlying Assets and the Special Scheme and the Project Company will continue to be consolidated into the consolidated financial statements of the Group, and the Project Company will therefore continue to be treated as a subsidiary of the Company for accounting purposes.

Having considered the contractual governance, operational and return arrangements expected to be set out in the Scheme Documents, the Directors consider that, upon completion of the Proposed Transaction, all three elements of "control" under HKFRS 10 will be satisfied and that the Privately Traded REITs will continue to be consolidated into the consolidated financial statements of the Group (despite Zhongguang New Energy's expected holding of 30% of the units of the Privately Traded REITs):

(a) **Right over the investee.** Zhongguang New Energy, as an investor, will have rights that give it the ability to direct the relevant activities of the Special Scheme, pursuant to the Scheme Documents, details of which are set out in sub-paragraph (c) below;

(b) **Exposure, or rights, to variable returns.** Zhongguang New Energy, as a holder of 30% of the units of the Privately Traded REITs, will be exposed to variable distributions and residual proceeds attaching to those ABS; and

(c) **Ability to use power to affect returns.** Zhongguang New Energy will enjoy substantive rights and governance mechanisms and the ability to influence the returns of the ABS in light of the following:

(i) Management Committee (管理委員會)

Pursuant to the Standard Terms, the Management Committee will be responsible for handling daily operation of the Special Scheme and approve key operational and financial matters, including operating plans, annual operating budgets, capital expenditure, asset disposal, external financing of the Special Scheme and/or the Project Company and distribution plans.

The Company, through Zhongguang New Energy and Heli Qinghai, will appoint two of the five members of the Management Committee. Further Zhongguang New Energy, as the original equity holder (原始權益人), will hold the veto right under the Standard Terms, which will not require the consent of any other ABS Holder or any other member of the Management Committee.

The Company's veto right (exercised via Zhongguang New Energy) will apply to operating plans, capital expenditure overruns, asset sales, financing arrangements at the Special Scheme or Project Company level, and budget approvals – all of which are substantive rights under HKFRS 10. By exercising these rights, the Company will be able to indirectly (through Zhongguang New Energy) and Zhongguang New Energy will be able to directly alter the operating direction of the Underlying Assets and influence the Privately Traded REITs' returns.

(ii) Operation Manager – Direct Power Over Relevant Activities

The Company, as the holding company of Heli Qinghai (as the Operation Manager), will conduct and direct the Privately Traded REITs' day to day relevant activities, including the daily operational management, commercial operation services (routine operations, equipment maintenance, fault handling, generation optimization) and revenue management services. The aforesaid activities will directly affect power generation, operating costs, cash flow and overall performance of the Underlying Assets.

Heli Qinghai (an indirect subsidiary of the Company, as the Operation Manager) also will have primary responsibility for preparing, among others, annual operating plans, annual operating budgets, capital budgets and cash flow forecasts. These responsibilities give the Company (through Heli Qinghai) operational power to influence the Privately Traded REITs' performance and therefore their variable returns.

Whether Heli Qinghai will act as an agent of the ABS Holders for the purposes of paragraphs B58 to B72 of HKFRS 10 has also been considered by the Company. Heli Qinghai cannot be removed as Operation Manager without a resolution of the ABS Holders' Meeting passed by not less than three-quarters of the voting rights, which Zhongguang New Energy will be able to block; its remuneration comprises a fixed Operation Management Fee subject to a performance-based penalty and a tiered excess remuneration entitlement, so that it will be exposed to the variability of the returns of the Underlying Assets to an extent that is not customary for an agent; and it will exercise the decision-making rights described above within the scope of the Operation Management Agreement (運營管理協議). Taking those factors together, the Company considers that Heli Qinghai will act as principal rather than as agent, and that its decision-making rights will be properly attributed to the Company.

(iii) ABS Holders' Meeting (資產支持證券持有人大會)

Each unit of ABS will carry one vote at the ABS Holders' Meeting. The ABS Holders' Meeting will be the highest decision-making body and will approve major matters of the Privately Traded REITs.

During the term of the Special Scheme, ABS Holders' Meetings may be convened to make decisions on various matters prescribed in the Standard Terms. For special matters which are critical to the Special Scheme (dismissal or replacement of Operation Manager is one of such special matters), approval by ABS Holders representing at least three-quarters (i.e. 3/4 or above) of the total voting rights held by all eligible ABS Holders is required; for other ordinary matters, approval by ABS Holders representing at least two-thirds (i.e. 2/3 or above) of the total voting rights held by all eligible ABS Holders is required.

The Company will subscribe for (indirectly through Zhongguang New Energy) 30% of the units of the Privately Traded REITs and will be prohibited from transferring them to third parties during the term of the Special Scheme. The 30% unit holding by Zhongguang New

Energy will enable it to block any resolution in respect of special matters which requires approval of 3/4 of the total voting rights of all eligible ABS Holders. As a result, the Company will have a blocking right and play a pivotal role in voting on major special matters concerning the Special Scheme.

REASONS FOR AND BENEFITS OF THE PROPOSED TRANSACTION

From the perspective of the Company, the establishment of the Privately Traded REITs is essentially a group reorganization and financing arrangement (融資安排) of the Group, which enables the Group to raise further financing by revitalization of the Underlying Assets whilst retaining substantially de facto control over the Project Company (and therefore the Underlying Assets).

The Directors are of the view that the Proposed Transaction will be entered into in the ordinary and usual course of business of the Group and its terms are on normal commercial terms, which are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

CONSIDERATION FOR THE NET DISPOSAL

In view of the aforesaid, from the perspective of the Group,

(a) the Proposed Transaction would involve (i) disposal of 100% of the equity interests of the Project Company (with Underlying Assets) by a subsidiary Zhongguang New Energy and (ii) an acquisition of 30% of the effective interests of the same Project Company (with Underlying Assets) through Zhongguang New Energy;

(b) The two steps are inter-conditional and integral components of a single composite arrangement, are expected to be completed contemporaneously, and neither step would be undertaken without the other; and

(c) Hence the Proposed Transaction is in substance a single composite arrangement resulting in an effective net disposal of a 70% interest in the Project Company (i.e. the Underlying Assets) to the Privately Traded REITs.

In view of the aforesaid, for the purpose of computing the "consideration ratio" in respect of the Proposed Transaction, the Company submitted to the Stock Exchange that the "disposal consideration" should be calculated by reference to 70% of the estimated issue size of the Privately Traded REITs, being approximately RMB525 million (RMB750 million multiplied by 70%, representing the economic interests attributable to external investors upon completion of the Proposed Transaction), and the Stock Exchange accepted the alternative size tests proposed by the Company.

BASIS OF DETERMINING THE CONSIDERATION

The Consideration was arrived at after arm's length commercial negotiations between Zhongguang New Energy and the Manager and was determined with reference to, among other things, the unaudited value of 70% of the Underlying Assets to be disposed under the Proposed Transaction, the financial performance of the Project Company (with the Underlying Assets) set out in the section headed "Information of the Project Company" of this announcement as well as the factors set out in the section headed "REASONS FOR AND BENEFITS OF THE PROPOSED TRANSACTION" of this announcement.

The estimated total issue size of the Special Scheme is RMB750 million, of which approximately RMB525 million is expected to be subscribed for by external investors and approximately RMB225 million is expected to be subscribed for by Zhongguang New Energy. The Manager's investment in the SPV will comprise an actual capital contribution of RMB250 million and an SPV Loan of approximately RMB500 million. The estimated consideration for the Project Company Equity Transfer is RMB749 million.

Having considered the above, the Directors (including the independent non-executive Directors) are of the view that the terms and conditions of the Agreements will be on normal commercial terms and will be fair and reasonable and in the interests of the Company and the Shareholders as a whole.

INFORMATION OF THE GROUP

The Company is an investment holding company. The Group is principally engaged in (i) the chips research, design, sales and supply chain services, semiconductor, intellectual property authorization business, digital security products and services and the development of computing power infrastructure and AI-enabled services ("**Integrated Circuits and Digital Technology Business**"); (ii) the supply of electricity with a focus on the production and sales of solar power as well as the provision of development consultation and technical services of the solar thermal power generation technology, and the coordinated development of computing power and green electricity supply ("**New Energy and Services Business**"); and (iii) the research, design, development and manufacture of telecommunications and technological products, production of radio frequency coaxial cables for mobile communications and mobile communications systems exchange equipment ("**Cabled and Wireless Communications Business**").

As at the date of this announcement, (i) Zhongguang New Energy is held as to 51% by Hangzhou Longkong; and (ii) Hangzhou Longkong is (a) indirectly held as to approximately 87.67% by a wholly-owned subsidiary of the Company; and (b) directly held as to approximately 12.33% by Cosin Solar. Zhongguang New Energy and its subsidiaries are principally engaged in the New Energy and Services Business.

As at the date of this announcement, (a) the Project Company is a direct wholly owned subsidiary of Zhongguang New Energy and an indirect non-wholly owned subsidiary of the Company; (b) the Operation Manager is a direct wholly owned subsidiary of Zhongguang New Energy and an indirect non-wholly owned subsidiary of the Company; and (c) the SPV is a direct wholly owned subsidiary of Zhongguang New Energy and an indirect non-wholly owned subsidiary of the Company.

INFORMATION OF THE MANAGER

The Manager is a company established under the laws of the PRC. The Manager is principally engaged in securities business and public fund management business. To the best of knowledge, information and belief of the Directors having made all reasonable enquiries, as at the date of this announcement, (a) the Manager is a wholly-owned asset management subsidiary of Industrial Securities Co., Ltd (興業證券股份有限公司); and (b) Fujian Provincial Department of Finance (福建省財政廳) is the largest shareholder of Industrial Securities Co., Ltd (興業證券股份有限公司), holding approximately 20.49% of its equity interest, and is the actual controller of the Manager.

To the best of knowledge, information and belief of the Directors having made all reasonable enquiries, the Manager and its ultimate beneficial owner(s) are Independent Third Parties.

FINANCIAL INFORMATION OF THE PROJECT COMPANY

Set out below is a summary of certain financial information of the Project Company for each of the financial years ended 31 December 2024 and 31 December 2025:

	For the year ended 31 December 2024 *(RMB'000)* (audited)	**For the year ended 31 December 2025** *(RMB'000)* (audited)
Revenue	174,812	156,201
Profit before taxation	45,748	51,926
Profit after taxation	39,854	42,054

The audited net asset value of the Project Company as at 31 December 2025 was approximately RMB451.2 million.

Upon completion of the Proposed Transaction, the Group is expected to continue to control and consolidate the Special Scheme and the Project Company. Accordingly, no disposal gain or loss is expected to be recognised in the Group's consolidated statement of profit or loss in respect of the Net Disposal. Based on the final Scheme Documents and the classification of the ABS interests under applicable HKFRSs, the accounting impact of the external investors' interests will be recognised in the Group's consolidated financial statements. After deducting the expenses related to the Proposed Transaction, the Group expects that the net proceeds from the Proposed Transaction will be approximately RMB460 million. The Group intends to apply approximately RMB400 million (representing approximately 87% of the net proceeds) towards investment in the Delingha 350MW solar thermal project in which Zhongguang New Energy and its subsidiaries participate, and the balance of approximately RMB60 million (representing approximately 13%) as general working capital.

LISTING RULES IMPLICATION

The Company has applied to the Stock Exchange for the adoption of alternative size tests for the assets ratio, profits ratio, revenue ratio and consideration ratio in relation to the Proposed Transaction pursuant to Rule 14.20 of the Listing Rules and the Stock Exchange agreed with the Company's view that the original percentage ratios would produce an anomalous result and accepted the alternative size tests proposed by the Company.

Pursuant to the alternative size tests accepted by the Stock Exchange, the Proposed Transaction is treated, for the purposes of Chapter 14 of the Listing Rules, as a one-step net disposal of 70% of the Underlying Assets, rather than two separate transactions, namely (i) a disposal of 100% of the Underlying Assets and (ii) a subscription for 30% of the units of the Privately Traded REITs.

Based on the alternative size tests, the highest applicable percentage ratio with respect to the Proposed Transaction exceeds 25% but is less than 75%. As a result, the Proposed Transaction constitutes a major transaction of the Company and is subject to the notification, announcement and shareholders' approval requirements under Chapter 14 of the Listing Rules.

EGM

The EGM will be convened by the Company at which resolution will be proposed to seek approval from the Shareholders for the Agreements and the Proposed Transaction by way of poll. To the best of the knowledge, information and belief of the Board, having made all reasonable enquiries, none of the Shareholders has a material interest in the Agreements and the Proposed Transaction and therefore, no Shareholder will be required to abstain from voting on the resolution(s) to be proposed at the EGM to approve the Agreements and the Proposed Transaction contemplated thereunder.

DESPATCH OF CIRCULAR

A circular containing, among other things, (i) further information on the Agreements and the Proposed Transaction; (ii) other information as required under the Listing Rules and (iii) a notice of the EGM will be despatched to the Shareholders in compliance with the Listing Rules on or before 1 September 2026.

As completion of the Proposed Transaction is subject to the Shareholders' approval under Chapter 14 of the Listing Rules and other conditions precedent, the Proposed Transaction may or may not proceed. Shareholders and potential investors should exercise caution when dealing in the equity securities of the Company.

DEFINITIONS

In this announcement, the following terms and expressions used herein shall have the following meanings unless the context otherwise requires:

"ABS"	asset-backed securities issued by the Special Scheme, to be subscribed by the investors (including Zhongguang New Energy)
"ABS Holders"	holders of the asset-backed securities issued by the Special Scheme, which shall include Zhongguang New Energy and other investors
"ABS Holders' Meetings"	meeting(s) to be held by the ABS Holders pursuant to the Standard Terms
"Absorption Merger"	the absorption merger (吸收合併) of the SPV into the Project Company pursuant to the PRC laws, under which (a) the SPV will be deregistered and (b) the Project Company will remain and take up all the assets and liabilities of the SPV. After the Absorption Merger, the Special Scheme will directly hold 100% of the equity interest in the Project Company and will enjoy shareholder loan claims against the Project Company
"Agreements"	collectively, the SPV SPA, the Project Company SPA and the Subscription Agreement
"Appendix"	the Appendix to this announcement
"Board"	the board of Directors
"Company"	Hengxin Technology Ltd., a company incorporated in Republic of Singapore with limited liability, the shares of which are listed on the Main Board of the Stock Exchange (stock code: 1085)
"connected person(s)"	has the meaning ascribed to it under the Listing Rules
"Cosin Solar"	Cosin Solar Technology Co., Ltd.* (浙江可勝技術股份有限公司), a joint stock limited company established under the PRC laws
"Director(s)"	the director(s) of the Company
"EGM"	the extraordinary general meeting of the Company to be convened for the purposes of, among other things, considering and, if thought fit, approving the Agreements and the Proposed Transaction

"Group"	the Company and its subsidiaries from time to time
"Hangzhou Longkong"	Hangzhou Longkong Zhongguang Enterprise Holding Enterprise Partnership (Limited Partnership)* (杭州龍控中光企業控股合夥企業(有限合夥)), a partnership established under the PRC laws with limited liability and an indirect non-wholly-owned subsidiary of the Company
"HKFRS 10"	Hong Kong Financial Reporting Standards 10 "Consolidated Financial Statements"
"Independent Third Party(ies)"	an individual(s) or a company(ies) who or which, as far as the Directors are aware after having made all reasonable enquiries, is/are not a connected person(s) of the Company within the meaning of the Listing Rules
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"Manager"	Industrial Securities Asset Management Co., Ltd. (興證證券資產管理有限公司)
"Net Disposal"	net disposal of 70% of the interest in the Project Company (with the Underlying Assets) by the Company pursuant to the Proposed Transaction
"Operation Manager" or "Heli Qinghai"	Heli (Qinghai) O&M Technology Co., Ltd* (和力(青海)運維技術有限公司) (formerly known as Zhongguang (Qinghai) New Energy Science and Technology Co., Ltd (中光(青海)新能源科技有限公司)), a company established under the PRC laws with limited liability
"PRC"	the People's Republic of China which, for the purpose of this announcement, excludes Hong Kong, the Macau Special Administrative Region of the People's Republic of China and Taiwan

"Privately Traded REITs" quasi-REITs in the form of the Special Scheme under the applicable PRC regulations (資產支持專項計劃), units of the Privately Traded REITs will be offered to "professional investors" (as defined in the Regulations on the Management of Asset Securitization Business of Securities Companies and Fund Management Companies Subsidiaries (《證券公司及基金管理公司子公司資產證券化業務管理規定》) issued by the China Securities Regulatory Commission and Shanghai Stock Exchange Bond Market Investor Suitability Management Measures (《上海證券交易所債券市場投資者適當性管理辦法》)) only and are proposed to be traded privately on the Comprehensive Electronic Platform for Fixed-Income Securities of the Shanghai Stock Exchange* (上海證券交易所固定收益證券綜合電子平臺)

"Project Company" Qinghai Zhongkong Solar Energy Generation Co., Ltd* (青海中控太陽能發電有限公司), a company established under the PRC laws with limited liability and an indirect non-wholly owned subsidiary of the Company, which currently holds the Underlying Assets

"Project Company SPA" the sale and purchase agreement in relation to 100% of the equity interest in the Project Company

"Proposed Transaction" the proposed transaction to be undertaken by the Group for the purpose of the Special Scheme and the Privately Traded REITs, as contemplated under the Agreements and the Scheme Documents, which shall include the Net Disposal

"Qinghai Solar" Qinghai Zhongkong Solar Energy Generation Co., Ltd.* (青海眾控太陽能發電有限公司), a company established under the PRC laws with limited liability and an indirect non-wholly owned subsidiary of the Company

"Remaining New Energy and Services Business" the New Energy and Services Business to be carried out through Zhongguang (Qinghai) New Energy Technology Co., Ltd., Heli Qinghai and Qinghai Solar

"RMB" Renminbi, the lawful currency of the PRC

"Scheme Documents" the transactional documents governing, in relation to or ancillary to the operation and management of the Special Scheme, including but not limited to the following:

(a) the standard terms for the Special Scheme (《標準條款》) (the "**Standard Terms**");

(b) the Right of First Refusal Agreement (《優先收購權協議》) to be entered into between the Manager, Zhongguang New Energy and the Project Company;

(c) the supervisory agreements (《監管協議》) in relation to the SPV bank account to be entered into between the Manager, the SPV and the supervisory bank;

(d) the supervisory agreements (《監管協議》) in relation to the accounts of the Project Company to be entered into between the Manager, the Project Company and the supervisory bank;

(e) the custodian agreement (《託管協議》) in relation to the Special Scheme to be entered into between the Manager and the custodian;

(f) the absorption merger agreement (《吸收合併協議》) to be entered into between the Project Company and the SPV;

(g) the loan agreement to be entered into between the Manager and the SPV;

(h) the loan agreement to be entered into between the SPV and the Project Company;

(i) the agreement for confirmation of creditors claims and indebtedness (《債務債權確認協議》) to be entered into between the Manager and the Project Company;

(j) operation management agreement (《運營管理協議》) to be entered into between the Manager, the Operation Manager and the Project Company

"Share(s)" ordinary share(s) in the share capital of the Company

"Shareholder(s)" holder(s) of the Share(s)

"Special Scheme" the asset-backed special scheme (資產支持專項計劃), to be established by the Manager

"SPV"	Qinghai Zhongguang Power Generation Co., Ltd* (青海眾光發電有限公司), the special purpose vehicle newly established by Zhongguang New Energy, and as at the date of this announcement, the SPV is a direct wholly-owned subsidiary of Zhongguang New Energy
"SPV SPA"	the sale and purchase agreement in relation to 100% of the equity interest in the SPV
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"subsidiary"	has the meaning ascribed to it under Chapter 1 of the Listing Rules
"substantial shareholder"	has the meaning ascribed to it under the Listing Rules
"Underlying Assets"	two solar-thermal molten salt energy storage power stations in the city of Delingha of Qinghai Province, PRC, with operational scales of 10MW and 50MW, respectively
"Zhongguang New Energy"	Zhejiang Zhongguang New Energy Technology Co., Ltd.* (浙江中光新能源科技有限公司), a company established under the PRC laws with limited liability and an indirect non-wholly owned subsidiary of the Company

By Order of the Board
Hengxin Technology Ltd.
Peng Yinan
Executive Director

Hong Kong, 7 August 2026

As at the date of this announcement, the executive directors of the Company are Mr. Peng Yinan and Mr. Lau Fai Lawrence; the non-executive directors of the Company are Mr. Cui Wei, Mr. Tao Shunxiao and Mr. Zeng Guowei; and the independent non-executive directors of the Company are Mr. Qian Ziyan, Ms. Lin Ting and Mr. Chan Hon Chung Johnny.

* *For identification purpose only*

Chart 1
Group chart of the Group as at the date of this announcement

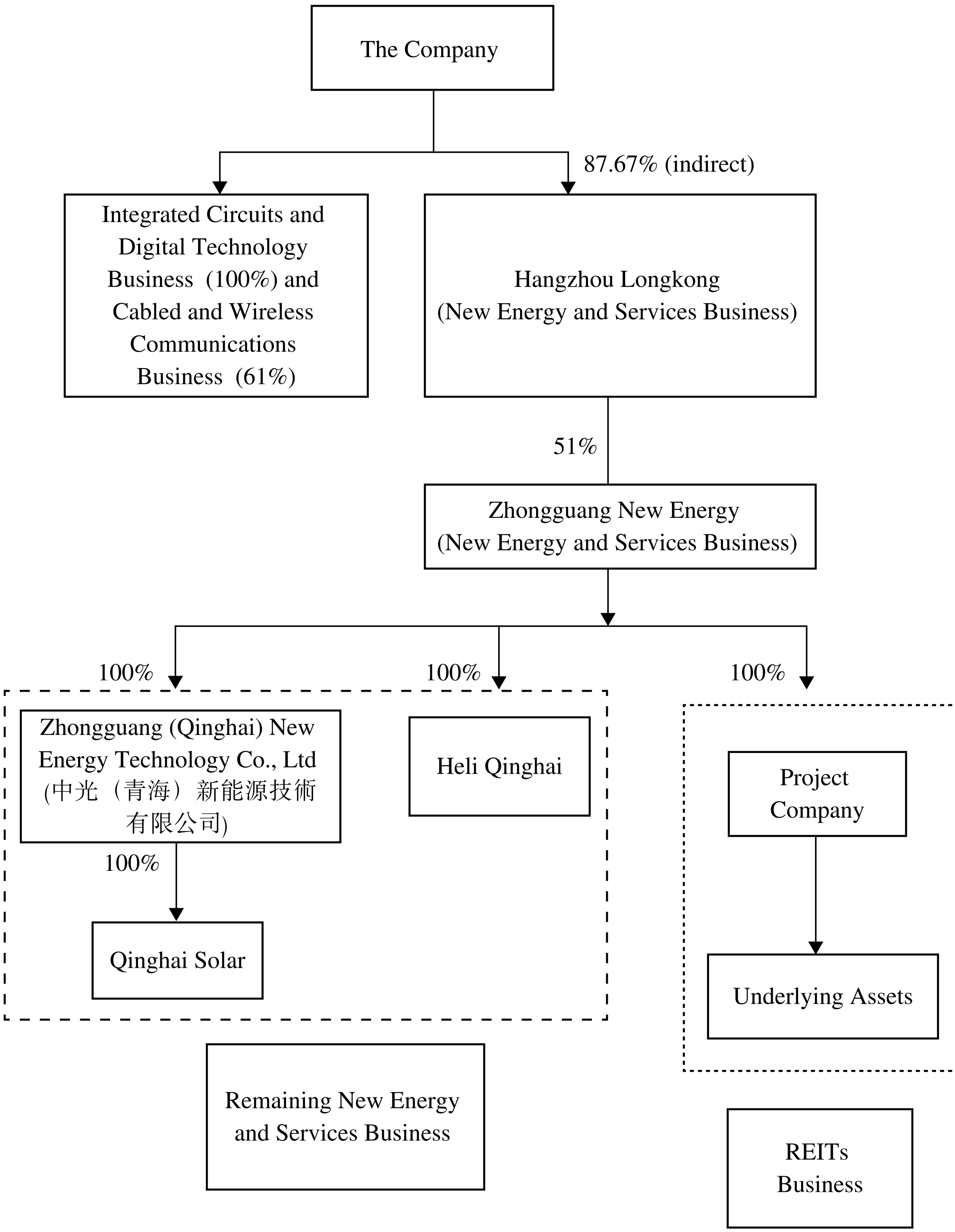
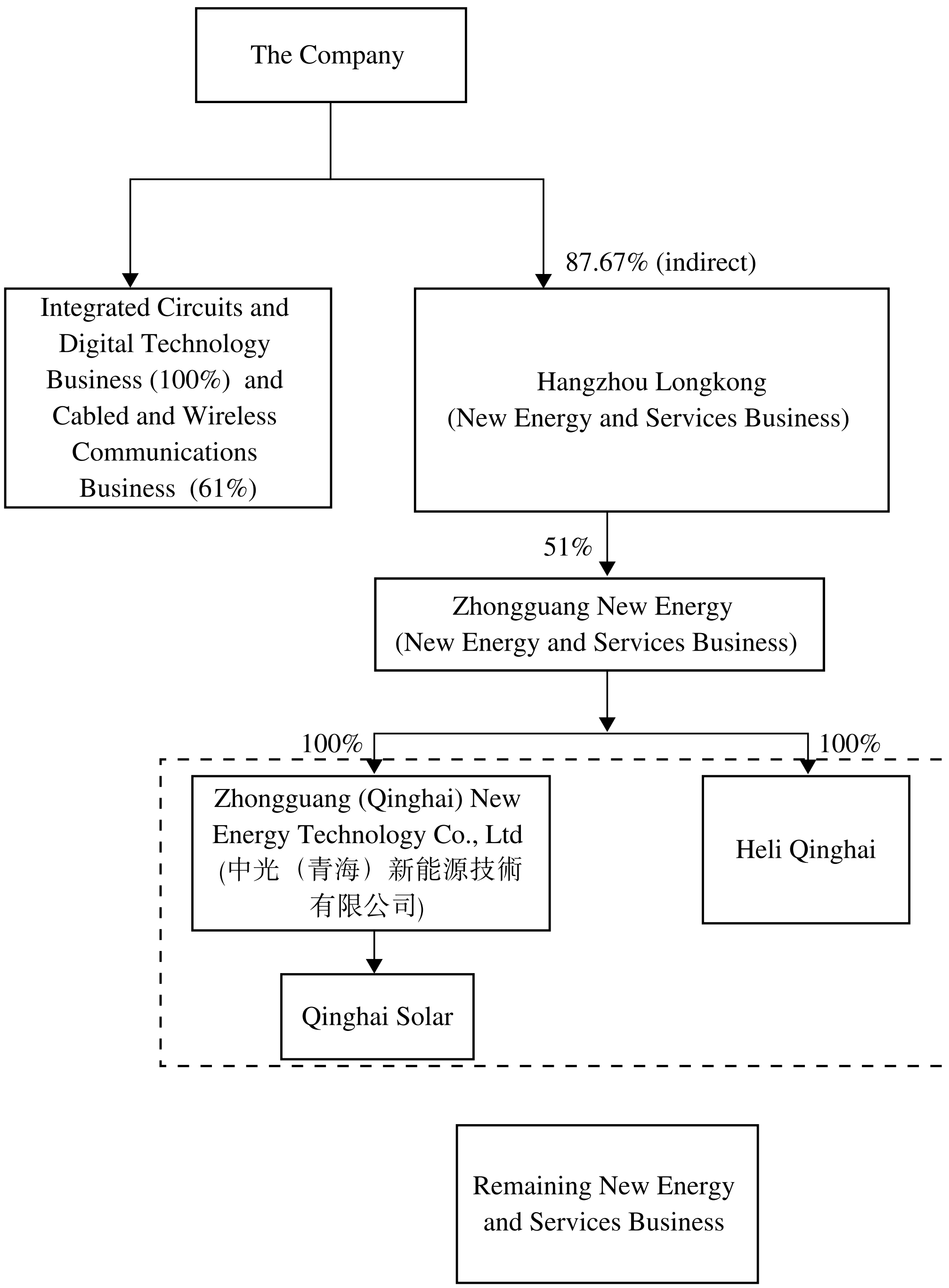


Chart 2

Organization chart after the disposal of the 100% equity interest of the Project Company

I. The Remaining Group



II. Special Scheme

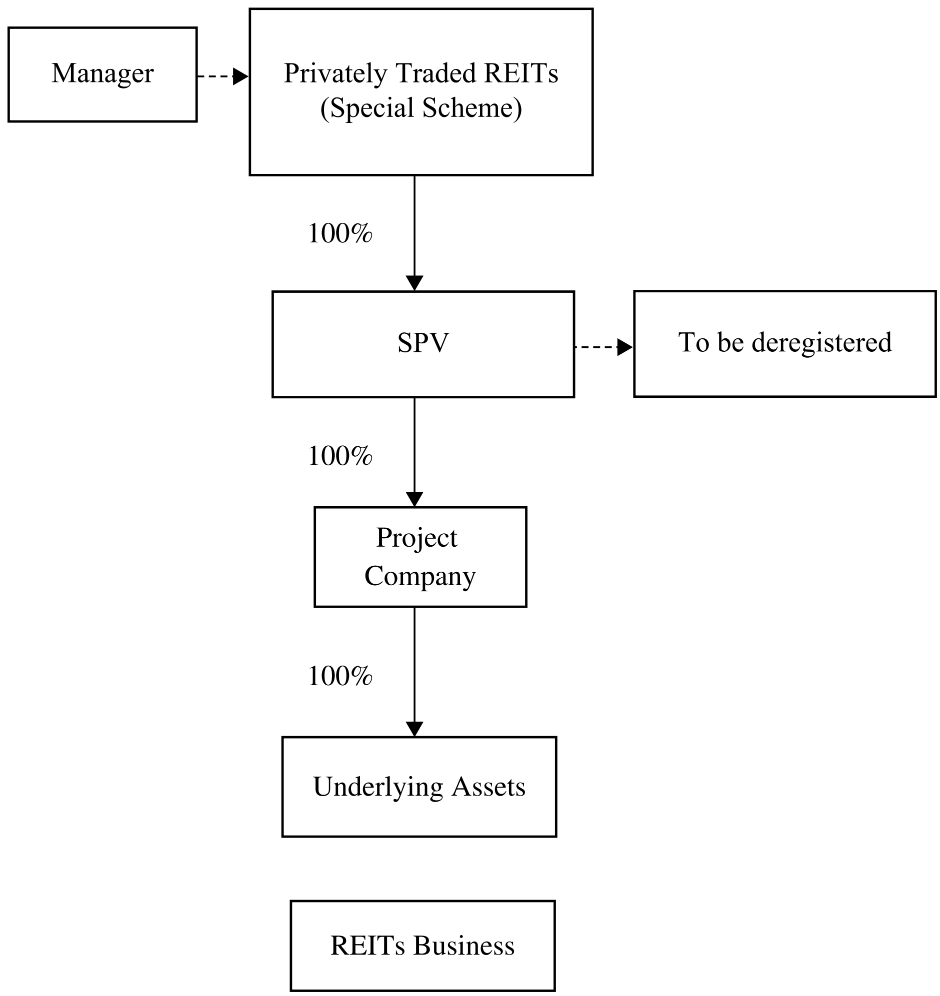


Chart 3
Organization chart upon completion of the Subscription Agreement and the Absorption Merger

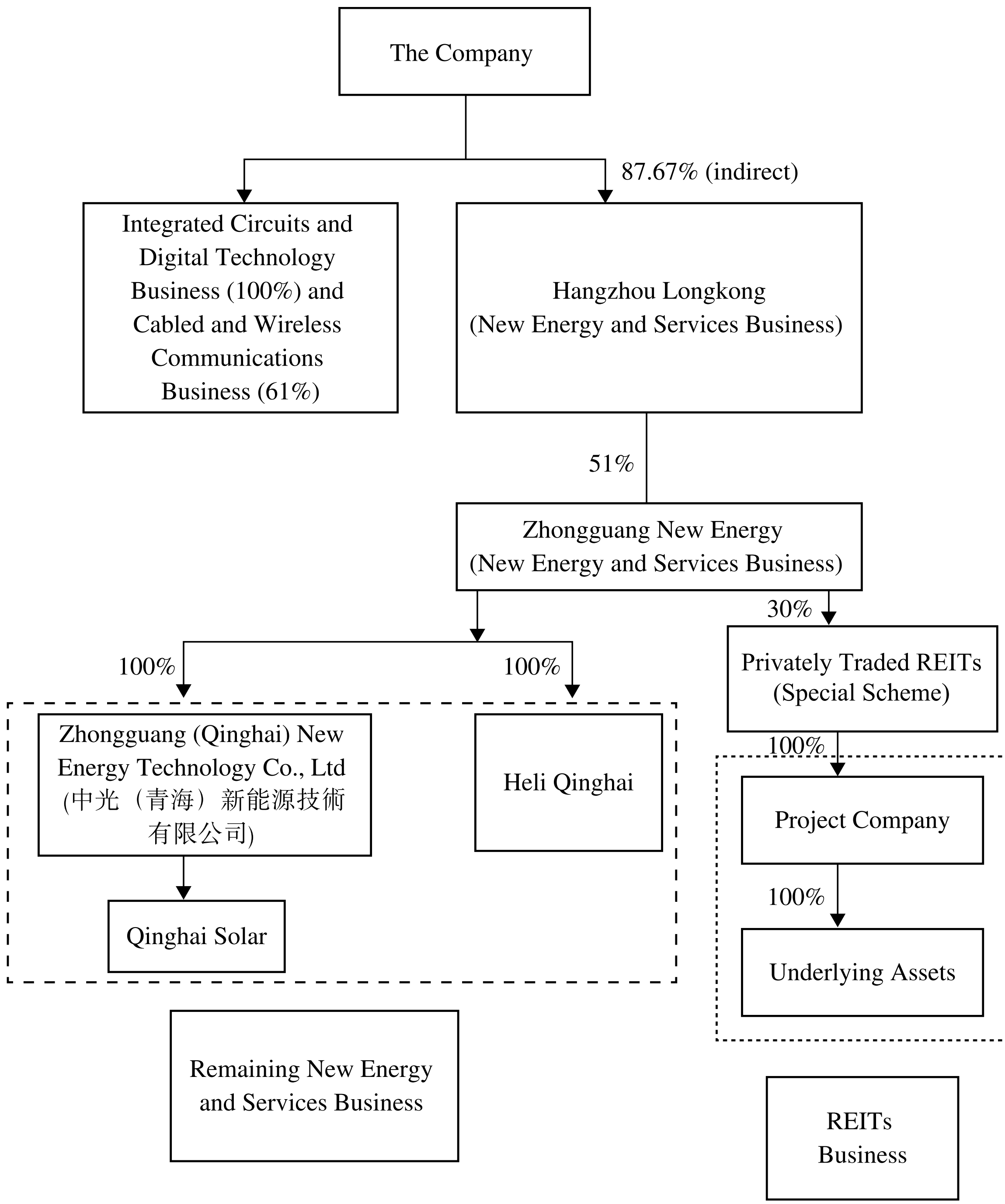


Chart 4
Organization chart after all transaction arrangements have been completed