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## **RONGZUN INTERNATIONAL HOLDINGS GROUP LIMITED**

### **榮尊國際控股集團有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1780)**

## **PROFIT WARNING**

This announcement is made by Rongzun International Holdings Group Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09(2)(a) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). In addition, reference is made to the joint announcement issued by Mr. Yang Jingyao (the “**Offeror**”) and the Company dated 7 May 2026 in relation to, among other things, the mandatory conditional cash offer (the “**Offer**”) to be made by the Offeror to acquire all the issued Shares. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Joint Announcement.

### **PROFIT WARNING STATEMENTS**

The board of directors (the “**Board**”) of the Company wishes to inform the shareholders of the Company (the “**Shareholders**”) and potential investors that, based on the current information available to the Board and a preliminary review of the latest unaudited consolidated management accounts of the Group for the year ended 31 March 2026 (the “**Year**”), it is expected that the Group will record a loss after taxation ranging from approximately HK\$34.1 million to HK\$36.0 million for the Year as compared to a loss after taxation of approximately HK\$9.5 million for the year ended 31 March 2025.

The expected increase in loss for the Year was primarily attributable to significant unanticipated additional costs incurred for offsite works, combined with the urgency of the accelerated timeline and extra work requested for which the Group did not charge additional fees in order to preserve the business relationship.

The information contained in this announcement is based solely on the preliminary assessment by the management of the Company with reference to the unaudited consolidated management accounts of the Group for the Year and information currently available. These figures have not been audited or reviewed by the Company's auditors, nor have they been confirmed by the audit committee of the Company, and they may be subject to further adjustments.

The Company expects to release its final results for the Year by the end of June 2026. Shareholders and potential investors are advised to refer to the final results announcement of the Company upon its publication.

## **TAKEOVERS CODE IMPLICATIONS AND PROFIT FORECAST**

The profit warning in respect of the unaudited results of the Group for the Year included in this announcement (the “**Profit Warning Statements**”) constitute a profit forecast of the Company under Rule 10 of the Takeovers Code and should therefore be reported on by the Company's financial advisers and auditors or accountants in accordance with Rule 10.4 of the Takeovers Code. In view of the requirements of timely disclosure of inside information under Rule 13.09(2) (a) of the Listing Rules and the Inside Information Provisions (as defined under the Listing Rules), the Company is required to issue this announcement as soon as practicable and given the time constraints, the Company has encountered genuine practical difficulties (time-wise or otherwise) in meeting the reporting requirements set out in Rule 10.4 of the Takeovers Code.

Under Rule 10.4 and Practice Note 2 of the Takeovers Code, if a profit forecast is made during an offer period and is first published in an announcement (which is the Company's case), it must be repeated in full, together with the reports from the Company's financial advisers and auditors on the said profit forecast, in the next document to be sent to the Shareholders by the Company. In this respect, the Profit Warning Statements contained in this announcement shall be reported on in accordance with Rule 10.4 of the Takeovers Code and the relevant reports are proposed to be contained in the Composite Document to be jointly issued by the Offeror and the Company to the Shareholders in accordance with the Takeovers Code, which is expected to be the next document to be sent to the Shareholders by the Company in relation to the Offer.

## **WARNING**

**The Profit Warning Statements in this announcement do not meet the standard required by Rule 10 of the Takeovers Code and have not been reported on in accordance with the Takeovers Code.**

**Shareholders and potential investors should exercise caution in placing reliance on the Profit Warning in assessing the merits and demerits of the Offer. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company. Persons who are in doubt about their positions should consult their professional advisers.**

By order of the Board  
**Rongzun International Holdings Group Limited**  
**Dr. Hiroshi Kaneko**  
*Executive Director and Chief Executive Officer*

Hong Kong, 15 June 2026

*As at the date of this announcement, the Board comprises Dr. Hiroshi Kaneko as executive Director; Mr. Wang Xueyan and Ms. Song Ningning as non-executive Directors; and Mr. Jin Fan, Mr. Sung Ka Woon and Mr. Yiu To Wa as independent non-executive Directors.*

*The Directors jointly and severally accept full responsibility for the accuracy of information contained in this announcement and confirm, having made all reasonable inquiries, 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.*