ZIXIN GROUP HOLDINGS
紫心集团控股

(Incorporated in the Republic of Singapore with Unique Entity No.: 200718683N)
Website: www.zixingroup.com.sg
SGX stock code: 42W

ENTRY INTO JOINT VENTURE AGREEMENT

1. Introduction

The board of directors (the "**Board**" or "**Directors**") of Zixin Group Holdings Limited (the "**Company**" and together with its subsidiaries, the "**Group**") wishes to announce that the Company, through its wholly-owned subsidiary, Hainan Zixin Sweet Potato Industry Technology Co., Ltd. (海南紫心薯业科技有限公司) ("**Hainan Zixin**"), had on 22 July 2026 entered into a joint venture agreement (the "**Agreement**") with ZTO Agri-Specialty Food Technology (Shandong) Co., Ltd. (中通农特（山东）食品科技有限公司) ("**ZTO Nongte**"). Pursuant to the Agreement, Hainan Zixin and ZTO Nongte have agreed to establish a joint venture company, proposed to be named Zhongtong Zi Xin (Shandong) Sweet Potato Industry Co., Ltd. (中通紫信（山东）薯业有限公司) (the "**JV Company**")[1] to, amongst others, establish and operate a sweet potato-themed industrial park in the Xinfa Agricultural Industrial Park (信发农业产业园), Liaocheng City, Shandong Province, the People's Republic of China (the "**PRC**"), to carry out operational and investment promotion activities across the sweet potato industry chain (the "**Joint Venture**"). This Joint Venture is part of the Group's strategic expansion plans in PRC and overseas markets.

2. Information on the Joint Venture Partner

2.1 ZTO Nongte was incorporated as a limited liability company on 27 April 2026 in accordance with the laws of the PRC.

2.2 ZTO Nongte is 51% owned by ZTO (Express) Cloud Warehouse Technology Co., Ltd (中通云仓科技有限公司)[2] and 49% owned by ZTO Agri-Specialty Technology (Shandong) Co., Ltd (中通农特（山东）科技有限公司).[3] ZTO Nongte specialises in the food processing, delivery, and storage of agricultural produce.

2.3 These companies are part of the group of companies under ZTO Express (Cayman) Inc. ("**ZTO Express Group**"), a leading player in the logistics supply chain industry in the PRC, focusing on technological-driven solutions and providing comprehensive supply chain solutions through a nationwide warehousing and distribution network. ZTO Express (Cayman) Inc. is listed on both the Hong Kong Stock Exchange (2057) and New York Stock Exchange (ZTO).

2.4 To the best knowledge of the Board, prior to the Joint Venture, none of ZTO Nongte, its directors and its shareholders (i) are related to the Group, its Directors, substantial shareholders and their respective associates; or (ii) hold shares in the Company.

3. Salient Terms of the Agreement

3.1 Registered Capital of the JV Company

[1] The proposed company name is subject to the approval from the Chinese authority
[2] https://www.ztocwst.com/
[3] https://www.ztonongtetech.com/cn/

3.1.1. Pursuant to the Agreement, the JV Company shall have a registered capital of RMB 10,000,000. The respective capital contributions to and equity interests held in the JV Company shall be as follows:

Shareholder	Capital Contribution	Equity Interest
ZTO Nongte	RMB 5,100,000	51%
Hainan Zixin	RMB 4,900,000	49%
Total	**RMB 10,000,000**	**100%**

3.1.2. Upon incorporation, the JV Company will become an associated company of the Group.

3.2 **Business of the JV Company**

3.2.1. Subject to approval and registration by the relevant market supervision and administration authorities, the JV Company shall carry on the business of, among others, planting, processing and sales of sweet potato products; investment promotion and operation for the sweet potato industry; industrial park management services; food production and sales; procurement of agricultural products; agricultural technology research and development and promotion; and import and export of goods.

3.3 **Board Composition of the JV Company**

3.3.1. The board of directors of the JV Company will comprise three (3) directors, with Hainan Zixin being entitled to appoint one (1) director, and ZTO Nongte being entitled to appoint two (2) directors. In addition, ZTO Nongte shall be entitled to appoint the chairperson of the board of directors of the JV Company.

3.4 **Reserved Matters**

3.4.1. The Agreement sets out certain customary matters which require the unanimous approval of all shareholders of the JV Company, including, among others, major business decisions of the Joint Venture such as site adjustments, fixed asset purchases, large-scale external cooperation, government policy applications, park renovations.

4. Rationale for Joint Venture

4.1 The Group has identified ZTO Nongte as its joint venture partner due to the extensive experience of the ZTO Express Group in the agricultural product processing and food technology in the PRC. The Group believes ZTO Express Group's deep industry knowledge will optimise the JV Company's performance in the sweet potato industry in PRC.

4.2 Further, it is intended for the JV Company to establish and operate a sweet potato-themed industrial park in the Xinfa Agricultural Industrial Park[4] as the Xinfa Agricultural Industrial Park is a state-of-the-art farming facility located in the Chiping District of Liaocheng City, Shandong Province, PRC. Developed by the Xinfa Group Co., Ltd. (信发集团有限公司), it has automated climate control and smart vertical hydroponic greenhouses and utilises industrial waste heat and carbon dioxide emissions from nearby manufacturing facilities to support sustainable farming. Its smart farming involves employing intelligent control technologies, big data analysis, and high-precision sensors to precisely regulate the conditions for plant growth. Currently, the agricultural industrial park focuses on the year-round production of high-yield crops, including smart-cultivated cherries and vertical-farmed strawberries.

[4] https://asianetnews.net/news/smart-green-agriculture-cee-delegation-explores-chipings-xinfa-model/

4.3 The Proposed Joint Venture will enable the Group to expand its established sweet potato circular economy value chain into Shandong Province, leveraging its proprietary biotech, cultivation, and processing capabilities alongside ZTO Nongte's channels and the Xinfa Agricultural Industrial Park's infrastructure. This strategic expansion will broaden the Group's earnings base, enhance brand recognition, and reinforce its position as a leading agritech operator, while creating a premier sweet potato hub that drives sustainable development and delivers value across Shandong and global markets.

5. Source of Funds and Financial Effects

The Group's investment in the JV Company will be funded through internal resources and the Joint Venture is not expected to have any material impact on the earnings per share or net tangible assets per share of the Group for the financial year ending 31 March 2027.

6. Interests of Directors and Substantial Shareholders

None of the Directors or substantial shareholders of the Company and their respective associates has any interest, direct or indirect in the Joint Venture, other than through their respective shareholdings in the Company, where applicable.

7. Document Available for Inspection

A copy of the Agreement, with commercially sensitive information redacted, is available for inspection during normal business hours at the registered office of the Company at 421 Tagore Industrial Avenue, #04-05, Tagore 8, Singapore 787805 for three (3) months from the date of this announcement.

By Order of the Board

Liang Chengwang
Executive Chairman and Chief Executive Officer

22 July 2026

---

*This announcement has been reviewed by the Company's sponsor, RHB Bank Berhad ("**Sponsor**") in compliance with Rule 226(2)(b) of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") Listing Manual Section B: Rules of Catalist ("**Catalist Rules**").*

This announcement has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made, or reports contained in this announcement.

The contact person for the Sponsor is Mr Alvin Soh, Head, Corporate Finance, RHB Bank Berhad, at 90 Cecil Street, #03-00 RHB Bank Building, Singapore 069531, Telephone (65) 6320 0627.