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

STRATEGIC EXPANSION INTO FRESH AGRICULTURAL PRODUCTS DISTRIBUTION BUSINESS IN OVERSEAS MARKETS THROUGH A JOINT VENTURE, ZIXIN FRESH IMPORT & EXPORT PTE LTD

1. INTRODUCTION

1.1 The Board of Directors (the "**Board**") of Zixin Group Holdings Limited (the "**Company**" and together with its subsidiaries, "**Zixin Group**") wishes to inform shareholders that its wholly-owned subsidiary, Zixin Enterprise (Singapore) Pte. Ltd. ("**Zixin Singapore**"), has established a joint venture company, Zixin Fresh Import & Export Pte. Ltd. ("**Zixin Fresh**"), with AANDJ Group Pte. Ltd. ("**AANDJ Group**") to embark on the fresh agricultural products distribution business in Singapore, and subsequently, the neighbouring Southeast Asian countries (the "**Joint Venture**"). This Joint Venture is part of Zixin Group's strategic expansion plans in overseas markets.

1.2 AANDJ Group, an unrelated third-party company, is a Singapore-based business platform focused on consultancy, trade, and strategic business development, with particular involvement in fresh produce supply chains, market operations, and digitalisation initiatives.

AANDJ Group works closely with business operators and partners across the wet market ecosystem, wholesale distribution, and food and beverage ("**F&B**") supply chain, supporting initiatives such as the following:

- sourcing and distribution of fresh agricultural products;
- business consultancy and operational optimisation;
- strategic partnerships and joint ventures; and
- digital transformation of traditional trade environments

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

2. SALIENT TERMS OF THE AGREEMENT

2.1 Zixin Fresh was incorporated in Singapore on 26 February 2026 with an issued share capital of S$10.00 comprising 10 ordinary shares. Pursuant to the joint venture agreement between Zixin Singapore and AANDJ Group (the "**JVA**"), Zixin Fresh will have an issued and paid-up capital of S$10,000.00, which shall be subscribed for by Zixin Singapore and AANDJ Group in the

following shareholding percentages:

Shareholder	Percentage of entire issued share capital
Zixin Singapore	70%
AANDJ Group	30%

2.2 The incorporation of Zixin Fresh was funded through internal resources of Zixin Group.

2.3 Pursuant to the JVA, the board of directors of Zixin Fresh will comprise three (3) directors, with Zixin Singapore being entitled to appoint two (2) directors and AANDJ Group being entitled to appoint one (1) director. In addition, Zixin Singapore shall be entitled to appoint the Chairperson of the board of directors of Zixin Fresh.

3. INFORMATION RELATING TO THE JOINT VENTURE, ZIXIN FRESH

3.1 Zixin Fresh will primarily focus on importing high-quality fresh sweet potatoes into Singapore and Malaysia and utilise the affiliated business platforms of AANDJ Group to market and distribute the fresh agricultural products (primarily sweet potatoes and other vegetable crops to be identified later) across local wholesale markets, supermarket chains, and food and beverage operators, including restaurants.

3.2 Along with the strategic expansion through Zixin Fresh, Zixin Singapore will launch the "**NutriRootz Raw**" brand for its growing range of fresh agricultural products, aligning its commitment to providing high-quality, traceable, and nutrient-rich fresh produce to both consumers and businesses.



Zixin Fresh will feature two selected premium sweet potato varieties, the Durian Sweet Potato and the Black Gold Sweet Potato, sourced from Hainan, China, under the "**NutriRootz Raw**" brand when these fresh sweet potatoes are made available in Singapore in May 2026.

4. RATIONALE FOR THE JOINT VENTURE, ZIXIN FRESH

3.1 The Board believes that the Joint Venture is in the interests of Zixin Group for the following reasons:

(a) presents an immediate access to AANDJ Group's affiliated distribution platforms to market and distribute fresh produce, which will support Zixin Group's upstream sweet potato harvests from various parts of China throughout the year;

(b) provides an immediate foothold in the fresh produce distribution business, leveraging on the affiliated distribution platforms of AANDJ Group; and

(c) expands sales revenue in overseas markets with fresh agricultural products, primarily sweet potatoes.

3.2 Zixin Group believes that the establishment of Zixin Fresh and the launch of the "**NutriRootz Raw**" brand enhances its vision of a fully integrated sweet potato ecosystem, which encompasses:

- upstream cultivation and research and development;
- midstream processing and supply chain management; and
- downstream branding, distribution, and retailing.

As part of Zixin Group's strategic plan for expansion into overseas markets, it aims to extend the distribution of fresh agricultural products from Singapore to other Southeast Asian markets, such as, Malaysia in the near future.

5. FINANCIAL EFFECTS

The Joint Venture is not expected to have any material impact on the consolidated net tangible assets or earnings per share of Zixin Group for the financial year ending 31 March 2027.

6. INTERESTS OF THE DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

None of the directors or controlling shareholder(s) of the Company and/or their respective associates have any interest, direct or indirect, in the Joint Venture (other than through their respective shareholdings in the Company, if any).

7. CAUTIONARY STATEMENT

Shareholders and potential investors are advised to exercise caution when dealing with the shares of the Company. Persons who are in doubt as to the action they should take, should consult their stockbrokers, bank managers, solicitors, accountants, or other professional advisers before trading in or making any investment decision regarding the Company's shares.

By Order of the Board
Zixin Group Holdings Limited

Liang Chengwang
Executive Chairman and Chief Executive Officer
13 April 2026

---

*This announcement has been reviewed by the Company's sponsor, RHB Bank Berhad (the "**Sponsor**") in compliance with Rule 226(2)(b) of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") Listing Manual Section B: Rules of Catalist (the "**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, at 90 Cecil Street, #03-00 RHB Bank Building, Singapore 069531, telephone (65) 6320 0627.