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Neutech
東軟睿新科技集團有限公司
Neutech Group Limited
(Incorporated in the Cayman Islands with limited liability)
(Stock code: 9616)

PLEDGE OF SHARES BY CONTROLLING SHAREHOLDER

This announcement is made by Neutech Group Limited (the “**Company**”), together with its subsidiaries and consolidated affiliated entities (the “**Group**”), pursuant to Rule 13.17 of Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The Company has been notified by Dalian Neusoft Holdings Co., Ltd., the controlling shareholder (as defined under the Listing Rules) of the Company that, as requested by the Dalian Branch of Industrial Bank Co., Ltd. (the “**Lender**”), its wholly-owned subsidiaries Dong Kong Education First Investment Inc. (“**Dongkong First**”) and Dong Kong Education Second Investment Inc. (“**Dongkong Second**”) separately entered into a Maximum Amount Pledge Contract for Listed Company Stocks (collectively, the “**Pledge Contracts**”) with the Lender on 6 March 2025, pursuant to which, Dongkong First and Dongkong Second, as the pledgers, pledged their respective 127,465,000 shares and 120,000,000 shares (collectively representing approximately 38.30% of the Company’s total issued shares as of 6 March 2025) of the Company to the Lender as supplementary collateral for the loans of RMB325.5 million under the M&A loan contracts entered into between the Lender and the Company’s wholly-owned subsidiaries, namely Dalian Sidi Technology Co., Ltd. (大連思迪科技有限公司), Dalian Xindi Technology Co., Ltd. (大連新迪科技有限公司), and Dalian Ruidi Technology Co., Ltd. (大連芮迪科技有限公司) on 23 June 2021 (the “**Loans**”). Such Loans were used as supplement for the payment of the consideration for the acquisition of an aggregate of 19.18% equity interest in Dalian Neusoft Ruixin Technology Group Ltd. (formerly known as Dalian Neusoft Ruixin Technology Development Co. Limited (大連東軟睿新科技發展有限公司)) by the Group (the “**Acquisitions**”). For details of the Acquisitions, please refer to the Company’s announcements dated 19 November 2020, 25 February 2021, 10 May 2021, and 1 June 2021, respectively. As at the date of this announcement, the outstanding balance of the Loans is RMB216.5 million.

As at the date of this announcement, Dongkong First and Dongkong Second collectively hold approximately 39.30% of the Company’s total issued shares.

The Company will make continuing disclosures in its subsequent annual and interim reports pursuant to the requirements of Rule 13.21 of the Listing Rules for so long as circumstances giving rise to the disclosure obligations under Rule 13.17 of the Listing Rules continue to exist.

By order of the Board
NEUTECH GROUP LIMITED
Chairperson and non-executive director
Dr. LIU Jiren

Hong Kong, 6 March 2025

As at the date of this announcement, the Board comprises Dr. LIU Jiren as chairperson and non-executive director; Dr. WEN Tao as executive director; Mr. RONG Xinjie, Dr. ZHANG Xia, Dr. ZHANG Yinghui and Mr. SUN Yinhuan as non-executive directors (aside from our chairperson); and Dr. LIU Shulian, Dr. QU Daokui and Dr. WANG Weiping as independent non-executive directors.