

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



NETJOY HOLDINGS LIMITED

云想科技控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2131)

INSIDE INFORMATION

- (1) DELAY IN PUBLICATION OF 2025 ANNUAL RESULTS AND DESPATCH OF THE 2025 ANNUAL REPORT;**
- (2) FURTHER DELAY IN PUBLICATION OF THE 2024 ANNUAL RESULTS AND THE 2025 INTERIM RESULTS AND THE DISPATCH OF 2024 ANNUAL REPORT AND 2025 INTERIM REPORT;**
- (3) QUARTERLY UPDATE ON RESUMPTION PROGRESS; AND**
- (4) CONTINUED SUSPENSION OF TRADING**

This announcement is made by Netjoy Holdings Limited (the “**Company**”, together with its subsidiaries and consolidated affiliated entities, collectively referred to as the “**Group**”) pursuant to Rule 13.09 and Rule 13.24A 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 under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

References are made to: (i) the announcements of the Company dated 31 March 2025 and 30 April 2025 in relation to, inter alia, the delay in publication 2024 Annual Results and 2024 Annual Report, and suspension of trading of the Company’s shares; (ii) the announcements of the Company dated 15 July 2025, 21 July 2025, 30 September 2025 and 29 December 2025 in relation to, inter alia, resumption guidance issued to the Company by the Stock Exchange and the quarterly update on status of resumption; and (iii) the announcement of the Company dated 29 August 2025 in relation to delay in publication of the interim results for the six months ended 30 June 2025 (“**2025 Interim Results**”) and dispatch of 2025 interim report (“**2025 Interim Report**”) and further delay in publication of 2024 Annual Results and dispatch of 2024 Annual Report (collectively referred to as the “**Announcements**”). Unless otherwise defined, capitalised terms used herein shall have the same meanings as used in the Announcements.

(1) DELAY IN PUBLICATION OF 2025 ANNUAL RESULTS AND DESPATCH OF THE 2025 ANNUAL REPORT

Pursuant to Rules 13.49(1) and 13.46(2)(a) of the Listing Rules, the Company is required to publish the annual results for the year ended 31 December 2025 (the “**2025 Annual Results**”) no later than three months after the end of the financial year of the Company (i.e. on or before 31 March 2026) and despatch its annual report for the year ended 31 December 2025 (the “**2025 Annual Report**”) to its shareholders no later than four months after the end of the financial year (i.e. on or before 30 April 2026).

In light of the ongoing investigations and the resumption progress, as the publication of the 2024 Annual Results and 2025 Interim Results, and the despatch of the 2024 Annual Report and 2025 Interim Report remain pending, the publication of the 2025 Annual Results and the dispatch of the 2025 Annual Report will be delayed.

The Company will publish further announcement(s) to inform its shareholders and potential investors of the date relating to the progress and proposed publication of the 2025 Annual Results and any other updates as and when appropriate.

(2) FURTHER DELAY IN PUBLICATION OF THE 2024 ANNUAL RESULTS AND 2025 INTERIM RESULTS AND THE DISPATCH OF 2024 ANNUAL REPORT AND 2025 INTERIM REPORT

As at the date of this announcement, the publication of the 2024 Annual Results and the 2025 Interim Results, as well as the dispatch of 2024 Annual Report and 2025 Interim Report will be further delayed. The Company is working closely with its independent auditor for the provision of necessary documentation and information as requested by the auditor, including the finalised independent investigation report, internal control report and conclusions of the Investigation.

Pursuant to Rule 13.49(3) of the Listing Rules, if the Company is unable to publish the outstanding financial information within the prescribed timeframe, it must announce its financial results prepared which have yet to be agreed with the auditor of the Company (so far as such information is available). After due and careful consideration, the Board of the Company is of the view that it would not be appropriate for the Company to publish the unaudited management accounts of the Group for the year ended 31 December 2024 and 31 December 2025 respectively at this stage as they might not accurately reflect the financial performance and position of the Company and the publication of the unaudited management accounts could cause confusion and might be misleading to the Shareholders and potential investors.

The Company will continue to work with its auditor and use its best endeavours to publish further announcements on the publication of the 2024 Annual Results and 2025 Interim Results, as well as the dispatch of 2024 Annual Report and 2025 Interim Report after the same has been agreed with the auditor.

(3) QUARTERLY UPDATE ON RESUMPTION PROGRESS

Pursuant to Rule 13.24A of the Listing Rules, the Board wishes to update the Shareholders and potential investors that as at the date of this announcement, the latest development of the Company and the resumption plan and progress are as follows:

Update on the independent investigation

In the course of the Company's shares on the Stock Exchange has been suspended, the Company has been actively following up with its third-party investigation firm ("**Investigation Firm**") on the independent investigation into the large-sum prepayments made by the Company to its two suppliers which have yet to be recovered. The Investigation Firm has circulated the latest draft independent investigation report dated 18 March 2026 ("**Mar 18 Draft Report**") to the Company, having conducted further investigation into the prepayment procedures and approval control processes, with additional comments made on the roles and responsibilities of relevant personnel and their actual performance of duties, and major internal control deficiencies. The Company has submitted the Mar 18 Draft Report to the Stock Exchange and will continue to follow up with the Investigation Firm on the progress of the investigation. The Company understands that the independent investigation report will be finalised as soon as possible. Further announcements regarding the findings of the investigation will be made after the independent investigation report has been finalised as appropriate.

Update on publishing outstanding financial information

With respect to the progress in relation to the publication of the 2024 Annual Results, the 2024 Annual Report, the 2025 Interim Results and the 2025 Interim Report, the 2025 Annual Results and the 2025 Annual Report, as of the date of this announcement, the independent auditor is still in the process of reviewing (a) audit evidence (including but not limited to the latest draft independent investigation report), and (b) the 2024 Annual Results prepared by the Company to be based on the findings and conclusions of the Investigation.

The Company is actively cooperating with the independent auditor to compile and provide the necessary information and documents as required by the independent auditor, and will take all necessary steps to publish all outstanding financial information as soon as possible.

The Company will publish further announcement(s) to inform its shareholders and potential investors of the dates relating to the progress and proposed publication of the 2024 Annual Results, the 2025 Interim Results, the 2025 Annual Results and any other updates as and when appropriate.

Update on the independent internal control review

Regarding the Stock Exchange's requirements to conduct independent internal control review, the Company has engaged an independent internal control consultant to review the Investigation Firm's findings, identify internal control deficiencies, assess the adequacy of its internal controls and procedures, and make recommendations for strengthening internal controls. The review is currently in progress.

The Company will continue to cooperate with the internal control consultant, carefully consider its findings and recommendations, further improve the internal control and risk management system when necessary, and actively implement the remedial actions pursuant to the internal control consultant's recommendations.

Further announcement(s) will be made by the Company as to any recommendation of reinforcement or remedial actions and their implementation status in due course.

Update on Business Operations

The Company is an industry-leading intelligent marketing platform in China. With the mission of connecting global businesses with their target audience, the Company is dedicated to providing one-stop short video marketing solutions from customised content creation, automatic cross-platform distribution, results tracking, to real-time analysis, and e-commerce empowerment, serving high-growth customers from different verticals with the help of the latest innovation and technology.

As of the date of this announcement, all material business operations of the Group continue as usual, and daily operations remain unaffected despite the suspension of trading in the Company's shares. In the first quarter of 2026, the Group's overall revenue remained flat year-on-year with steady business growth and maintained a sound financial position.

The Company will continue to closely monitor its business operations and will make further announcement(s) as and when appropriate.

Updates on other resumption conditions

The Company will, in light of the investigation findings as they are updated from time to time, assess whether the integrity, competence and/or character of the Group's management and/or any persons who exert significant influence over the Company's management and operations may be subject to regulatory concern. Upon completion of the investigation, the Company will conduct a further assessment of these matters in due course.

The Company will continue to keep its Shareholders and potential investors abreast of any relevant material development by making further announcement(s) as and when appropriate in accordance with the requirements under the Listing Rules. The Company will continue to work closely with its professional advisers and proactively take all necessary and appropriate steps to comply with the Resumption Guidance, with the aim to resume trading in its shares on the Stock Exchange as soon as practicable.

(4) CONTINUED SUSPENSION OF TRADING

Trading in the Company's shares on the Stock Exchange has been suspended with effect from 9:00 a.m. on Tuesday, 1 April 2025, and will remain suspended until the Company meets all Resumption Guidance, remedies the issues causing its trading suspension and fully complies with the Listing Rules to the Stock Exchange's satisfaction.

Shareholders and potential investors should exercise caution when investing or dealing in the securities of the Company.

By order of the Board
Netjoy Holdings Limited
XU Jiaqing
Chairman of the Board

Shanghai, the PRC, 30 March 2026

As at the date of this announcement, the Board comprises Mr. XU Jiaqing as executive Director; Mr. DAI Liqun and Mr. WANG Jianshuo as non-executive Directors; and Mr. CHEN Changhua, Dr. RU Liyun and Ms. CUI Wen as independent non-executive Directors.