JTF International Holdings Limited
金泰豐國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 9689)

(1) SUPPLEMENTAL ANNOUNCEMENT IN RELATION TO CONTINUING CONNECTED TRANSACTIONS; AND (2) DELAY IN DESPATCH OF CIRCULAR IN RELATION TO CONTINUING CONNECTED TRANSACTION

INTRODUCTION

Reference is made to the announcement of JTF International Holdings Limited (the "**Company**", together with its subsidiaries, the "**Group**") dated 2 April 2026 (the "**Announcement**") in relation to, among other things, the continuing connected transaction of the Group. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

THE SUPPLEMENTAL AGREEMENT

The Board announces that on 11 May 2026, JTF (PRC) and Zhuhai Changlian entered into a supplemental agreement to the Agreement (the "**Supplemental Agreement**"), pursuant to which the parties agreed to amend the pricing mechanism for the fixed management fee for the year 2026.

AMENDMENTS TO THE PRICING MECHANISM

Pursuant to the Supplemental Agreement, the formula for calculating the fixed management fee for the year 2026 has been amended to include a guaranteed minimum baseline of RMB500,000. The revised mechanism is strictly tied to Zhuhai Changlian's audited net profit for 2026, calculated as follows:

a. if the audited net profit does not exceed RMB500,000 (including a loss position), the fee is a flat RMB500,000;

b. if the audited net profit exceeds RMB500,000 but does not exceed RMB10,000,000, the fee is calculated as: RMB500,000 + (audited net profit – RMB500,000) x 20%; and

c. if the audited net profit exceeds RMB10,000,000, the fee is strictly capped at a flat RMB5,000,000.

Save as disclosed above, all other principal terms and conditions of the Agreement (including the annual caps) remain unchanged.

REASONS FOR THE SUPPLEMENTAL AGREEMENT

The Board considers that the amendments under the Supplemental Agreement provide enhanced financial protection to the Group. The guaranteed minimum fee of RMB500,000 ensures that the Group will fully recover its expected direct and indirect costs (estimated at approximately RMB489,600 per annum) incurred in providing the services, thereby eliminating the downside financial risk for the Group even if the target company fails to achieve a meaningful turnaround in 2026.

The Board consider that the Supplemental Agreement was entered into in the ordinary and usual course of business of the Group, and the amended terms are on normal commercial terms, fair and reasonable and in the interests of the Company and the Shareholders as a whole.

DELAY IN DESPATCH OF CIRCULAR

As disclosed in the Announcement, a circular (the "**Circular**") containing, among other things, further details of the Agreement, the recommendations of the Independent Board Committee to the Independent Shareholders, the advice of the Independent Financial Adviser, and a notice convening the extraordinary general meeting, is expected to be despatched by the Company to the Shareholders on or before 12 May 2026.

As additional time is required for the Company to prepare and finalise certain information to be included in the Circular following the updated fee arrangement for 2026, the expected date of despatch of the Circular will be postponed to a date falling on or before 26 May 2026.

By Order of the Board
JTF International Holdings Limited
Xu Ziming
Chairman and Executive Director

Hong Kong, 12 May 2026

As at the date of this announcement, the executive directors of the Company are Mr. Xu Ziming, Ms. Huang Sizhen, Mr. Choi Sio Peng and Ms. Xu Yayi; and the independent non-executive directors are Mr. Tsui Hing Shan, Mr. Kan Siu Chung and Ms. E Hongda.