

## **Announcement on the Outcome of the Tender Offer for the Company's Shares by Wafangdian Bearing Group Co., Ltd., the Continuation of the Company's Share Trading Suspension**

**The Company and all members of the BOD guarantee that the information disclosed is true, accurate and completed, and that there are no false records, misleading statements or material omissions.**

### **Special Note:**

1. According to the statistics provided by China Securities Depository and Clearing Corporation Limited Shenzhen Branch, as of February 27, 2026, a total of 1,459 shareholders of Wazhou B have tendered their shares in acceptance of the offer, representing an aggregate of 54,524,555 unrestricted tradable public shares tendered. This tender offer has become effective in accordance with the effectiveness conditions stipulated in the Takeover Offer Report on Wafangdian Bearing Co., Ltd.

2. As of the date of disclosure of this Announcement, the procedures for the settlement and transfer of share ownership in respect of this tender offer have been fully completed. Wafangdian Bearing Group holds 298,524,555 shares of the Company, accounting for 74.15% of the Company's total share capital. As the proportion of shares held by public shareholders is less than 10% of the Company's total share capital, in accordance with the provisions of the Securities Law of the People's Republic of China, the Rules Governing the Listing of Stocks on the Shenzhen Stock Exchange (hereinafter referred to as the "Listing Rules") and other relevant laws and regulations, the shareholding structure of the Company no longer meets the listing requirements. The Company will carry out the procedures for the termination of the listing of its shares in accordance with relevant provisions and issue corresponding announcements in due course.

Pursuant to relevant regulations, the Company's shares will continue to be suspended from trading from the date of disclosure of this Announcement.

**3. No delisting consolidation period shall be arranged for this voluntary delisting.** Pursuant to Article 9.7.11 of the Listing Rules, no delisting consolidation period shall be applicable where a listed company voluntarily terminates its listing status. The Company's shares shall be delisted within five trading days from the date on which the Shenzhen Stock Exchange announces the decision on the termination of the Company's listing, and the listing of the Company's shares shall be officially terminated. Investors are kindly requested to pay attention to the relevant investment

risks.

Wafangdian Bearing Group Co., Ltd. (hereinafter referred to as "Wazhou Group") announced the Tender Offer Report on Wafangdian Bearing Co., Ltd. on January 19, 2026, and resolved to launch a comprehensive tender offer to all shareholders of Wafangdian Bearing Co., Ltd. (hereinafter referred to as the "Company" or "Wazhou B") other than the offeror, to acquire the Company's shares held by them, commencing on January 20, 2026. The term of this tender offer shall last for 39 calendar days, starting from January 20, 2026 (inclusive) and ending on February 27, 2026 (inclusive). Currently, this comprehensive tender offer has been in effect. The relevant details of this tender offer are hereby announced as follows:

## **I. Basic Information of This Tender Offer**

**1. Purpose of the Tender Offer:** In recent years, affected by economic restructuring and other headwinds, Wazhou B has suffered consecutive losses and its operating conditions have been deteriorating. Since 2025, compounded by multiple adverse factors, the Company's business operations have been further constrained, and the potential financial risks facing the Company have continued to escalate. If such circumstances persist, the Company's operational risks will inevitably intensify. Taking into account various factors, as the controlling shareholder of Wazhou B, Wazhou Group intends to launch this comprehensive tender offer to all unrestricted tradable shareholders for the purpose of terminating the listing status of Wazhou B, in order to fully safeguard the interests of Wazhou B's shareholders and fulfill its responsibilities as a state-owned enterprise.

**2. Target of the Tender Offer:** The target of this tender offer is all unrestricted tradable shareholders of Wazhou B other than the offeror.

**3. Offer Price:** The offer price for this tender offer is HK\$2.86 per share.

**4. Total Amount of the Tender Offer (Including Taxes and Fees):** 155,949,164.41 HK\$

**5. Payment Method:** The consideration for this tender offer shall be paid in cash.

**6. Term of the Tender Offer:** The tender offer shall be effective from January 20, 2026 (inclusive) to February 27, 2026 (inclusive), totaling 39 calendar days.

**7. Conditions for the Effectiveness of the Offer:** This tender offer shall become effective, if the number of declared shares of Wazhou B's public shares tendered for acceptance and temporarily held in custody by China Securities Depository and Clearing Corporation Limited Shenzhen Branch exceeds 39,050,000 shares by 15:00 on the last trading day during the valid period of this tender offer—which means that the proportion of Wazhou B's public shares held by the public after the acquisition will be less than 10% of the total share capital—and Wazhou B will therefore no

longer meet the listing requirements pursuant to the Listing Rules of the Shenzhen Stock Exchange.

## **II. Implementation of This Tender Offer**

1. On January 19, 2026, the offeror published the Tender Offer Report on Wafangdian Bearing Co., Ltd. on the CNINFO Website (<http://www.cninfo.com.cn>) and officially launched the tender offer commencing on January 20, 2026.

2. On January 27, 2026, the Board of Directors of the Company published the Report of the Board of Directors to All Shareholders Concerning the Tender Offer by Wafangdian Bearing Group Co., Ltd. on the CNINFO Website (<http://www.cninfo.com.cn>).

3. On January 27, 2026, February 13, 2026, February 24, 2026, February 25, 2026, February 26, 2026 and February 27, 2026 ( morning, midday ) , the offeror released seven reminder announcements regarding the tender offer for the Company's shares, as well as a special reminder announcement specifying that the acceptance of the tender offer cannot be withdrawn during the three trading days prior to the expiration of the offer period, on the Securities Times and the CNINFO Website ([www.cninfo.com.cn](http://www.cninfo.com.cn)).

4. The offeror authorized the Shenzhen Stock Exchange (SZSE) to publish, on its official website ([www.szse.cn](http://www.szse.cn)) on a daily basis during the tender offer period, the number of shares tendered and withdrawn on the preceding trading day, as well as the cumulative net number and proportion of shares tendered during the offer period.

## **III. Outcome of This Tender Offer**

According to statistics provided by China Securities Depository and Clearing Corporation Limited Shenzhen Branch, as of February 27, 2026, a total of 1,459 shareholders of Wazhou B have tendered their shares in acceptance of the offer, The total number of unrestricted tradable public shares tendered in acceptance of the offer are 54,524,555 shares. Pursuant to the conditions for the effectiveness of the offer as stipulated in the Tender Offer Report on Wafangdian Bearing Co., Ltd., this tender offer has officially become effective.

## **IV. The Company Will Initiate the Delisting Process**

After the completion of the transfer of shares in the current tender offer acceptance process, Wazhou Group will hold 298,524,555 shares of the Company, accounting for 74.15% of the Company's total share capital. As a result, the proportion of shares held by public shareholders will fall below 10% of the Company's total share capital. In accordance with the provisions of the Securities Law of the People's Republic of China, the Rules Governing the Listing of Stocks on the Shenzhen Stock Exchange and other relevant laws and regulations, the shareholding structure of

the Company no longer meets the requirements for listing. The Company will carry out the delisting procedures in accordance with relevant regulations and issue corresponding announcements in due course.

Pursuant to relevant regulations, the Company's shares will continue to be suspended from trading from the date of disclosure of this Announcement.

**Hereby notify**

**Board of Directors of  
Wafangdian Bearing Company limited**

**March 4,2026**