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XINGDA

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XINGDA INTERNATIONAL HOLDINGS LIMITED

興達國際控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1899)

Financial Adviser



Shenwan Hongyuan Capital (H.K.) Limited

**CONNECTED TRANSACTION
LOAN AGREEMENT**

PROVISION OF LOAN

On 13 November 2025, the Company (as lender) entered into a Loan Agreement with the Borrower (as borrower), pursuant to which the Company agreed to provide the Loan in a principal amount of HK\$110 million to the Borrower at the interest rate of 8% per annum for a term of one year from the date of drawdown.

LISTING RULES IMPLICATIONS

As at the date of this announcement, the Borrower is a controlling shareholder interested in approximately 64% of the total issued share capital of the Company, and is a connected person of the Company. Hence, the provision of the Loan constitutes a connected transaction for the Company under Chapter 14A of the Listing Rules. As the highest applicable percentage ratios (as defined in Rule 14.07 of the Listing Rules) in respect of the provision of the Loan exceeds 0.1% but are less than 5%, the provision of the Loan is subject to the reporting and announcement requirements but is exempt from the circular and the independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

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THE LOAN AGREEMENT

The principal terms of the Loan Agreement are summarized below:

Date:	13 November 2025
Parties:	<ul style="list-style-type: none">• The Company (as lender); and• the Borrower (as borrower)
Principal amount of the Loan:	HK\$110,000,000
Term:	One (1) year from the date of drawdown
Interest:	8% per annum
Interest payment period:	Every six (6) months
Prepayment:	The Borrower may prepay the loan in whole or in part at any time, provided that not less than five (5) business days' prior written notice is given to the Company.

The terms of the Loan Agreement (including but not limited to the interest rate) were arrived at after arm's length negotiations between the Company and the Borrower with reference to the prevailing market interest rate.

The Company will finance the Loan under the Loan Agreement with its internal resources.

INFORMATION ON THE COMPANY

The Company is an investment holding company incorporated in the Cayman Islands with limited liability and its Shares are listed on the Main Board of the Stock Exchange. The Group is principally engaged in the manufacturing of radial tire cords, bead wires and other wires in the PRC and Thailand, and the sale of the Products in the PRC, India, Thailand, the United States of America, Slovakia, Brazil, South Korea, Indonesia and other countries.

INFORMATION ON THE BORROWER

The Borrower is a company incorporated in the British Virgin Islands with limited liability. As at the date of this announcement, Mr. Liu, the chairman of the Board and an executive Director, is the sole registered shareholder and sole director of the Borrower, and is therefore the ultimate beneficial owner of the Borrower. The Borrower is principally engaged in investment holding.

REASONS FOR AND BENEFITS OF THE PROVISION OF THE LOAN

Given that the Group has yet to identify suitable investment opportunities with profitable return, the provision of the Loan is considered to be favorable to the Company as it enables the Company to earn a reasonable return of 8% per annum in short term which is higher than the interest rate of fixed deposits offered by banks in Hong Kong and the PRC. The provision of the Loan under the Loan Agreement will provide a better return on the Group's surplus cash resources, which is beneficial to the Group and the Shareholders as a whole.

Accordingly, the Directors (including the independent non-executive Directors) consider that the provision of the Loan, which have been entered into after arm's length negotiation between the Company and the Borrower, although not in the ordinary and usual course of business of the Company, is on normal commercial terms or better taking into account the prevailing market interest rates and the terms of the Loan Agreement and the transactions contemplated thereunder are fair and reasonable and in the interests of the Company and its Shareholders as a whole.

Mr. Liu, an executive Director and the sole beneficial owner of the Borrower, abstained from voting on the Board resolutions relating to the approval of the Loan Agreement and the transactions contemplated thereunder. Mr. Liu Xiang, being the son of Mr. Liu, and Mr. Hang Youming, being the son-in-law of Mr. Liu, both abstained from voting due to their familial relationship with Mr. Liu and the potential conflict of interest arising therefrom. No other Director has a material interest in the transactions or is required to abstain from voting on the said resolutions.

LISTING RULES IMPLICATIONS

As at the date of this announcement, the Borrower is a controlling shareholder interested in approximately 64% of the total issued share capital of the Company, and is a connected person of the Company. Hence, the provision of the Loan constitutes a connected transaction for the Company under Chapter 14A of the Listing Rules. As the highest applicable percentage ratios (as defined in Rule 14.07 of the Listing Rules) in respect of the provision of the Loan exceeds 0.1% but are less than 5%, the provision of the Loan is subject to the reporting and announcement requirements but is exempt from the circular and the independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

DEFINITIONS

“Board”	the board of Directors
“Borrower”	Great Trade Limited, a company incorporated in the British Virgin Islands with limited liability and a controlling shareholder of the Company at the date of this announcement
“Company”	Xingda International Holdings Limited (興達國際控股有限公司), a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the Main Board of the Stock Exchange (stock code: 1899)
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“controlling shareholder”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	the director(s) of the Company
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Loan”	the unsecured loan to be provided by the Company to the Borrower in the principal amount of up to HK\$110,000,000 pursuant to the Loan Agreement
“Loan Agreement”	the loan agreement dated 13 November 2025 entered into between the Company and the Borrower in relation to the provision of the Loan
“Mr. Liu”	Mr. Liu Jinlan, the chairman of the Board, an executive Director, and the sole registered shareholder and sole director of the Borrower
“PRC”	the People’s Republic of China, which shall for the purpose of this announcement exclude Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan

“Share(s)”	ordinary share(s) of nominal value of HK\$0.10 each in the share capital of the Company
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“%”	per cent

By Order of the Board
Xingda International Holdings Limited
Liu Jinlan
Chairman of the Board

Shanghai, the PRC, 13 November 2025

As at the date of this announcement, the executive directors of the Company are Mr. Liu Jinlan, Mr. Liu Xiang, Mr. Hang Youming, Mr. Wang Jin and Ms. Wang Yu; the independent non-executive directors of the Company are Mr. Koo Fook Sun, Louis, Ms. Xu Chunhua and Ms. Zhang Guoyun.