Zero Fintech Group Limited
零在科技金融集團有限公司
(Incorporated in Bermuda with limited liability)
(Stock Code: 00093)

ANNOUNCEMENT
DISCLOSEABLE TRANSACTION
LOAN TRANSACTION

The Board is pleased to announce that on 20 July 2026, X8 Finance, an indirect wholly-owned subsidiary of the Company, as lender and the Borrowers as co-borrowers have entered into the New Loan Agreement, pursuant to which, X8 Finance agreed to, among other things, make available to the Borrowers the New Loan subject to the terms and conditions therein.

The transaction contemplated under the New Loan Agreement constitutes a discloseable transaction for the Company as one or more of the applicable percentage ratios (as defined under the Listing Rules) in respect of the New Loan Agreement is 5% or more but all are less than 25%. Therefore, the transaction contemplated under the New Loan Agreement is subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

The Board is pleased to announce that on 20 July 2026, X8 Finance, an indirect wholly-owned subsidiary of the Company, as lender and the Borrowers as co-borrowers have entered into the New Loan Agreement, pursuant to which, X8 Finance agreed to, among other things, make available to the Borrowers the New Loan subject to the terms and conditions therein.

THE NEW LOAN AGREEMENT

Parties

Lender:	X8 Finance, an indirect wholly-owned subsidiary of the Company
Borrowers:	the Borrowers
Mortgagor:	the Borrower I
Guarantor:	the Guarantor

The Company confirms that to the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, each of the Borrowers, the Guarantor and their respective ultimate beneficial owners (if applicable) is a third party independent of the Company and its connected persons.

Date

20 July 2026

Principal terms of the New Loan Agreement

The principal terms of the New Loan Agreement are as follows:

Principal Loan Amount:	HK$45,000,000 (of which all was to re-finance the partial principal amount of the February 2026 Loan)
Intended Drawdown Date:	21 July 2026
Maturity Date:	21 April 2027
Term and Repayment Date:	The term of the New Loan shall be nine months. The outstanding principal amount of the New Loan shall be fully repaid at the end of nine-month period
Interest Rate:	30% per annum for the first (1st) to second (2nd) month and 18% per annum for the third (3rd) to ninth (9th) month of the term
Security for the New Loan:	A first mortgage in respect of the property at the First Floor, Second Floor, and Portion of Garage Space "B" on the Ground Floor of No. 23, Plantation Road, the Peak, Hong Kong

The provision of the February 2026 Loan was funded by the internal resources of the Group.

Prior to the entering into of the New Loan Agreement, X8 Finance as lender, has entered into the February 2026 Loan Agreement to grant the February 2026 Loan to the Borrower I for the principal amount of HK$103,000,000. Details of the February 2026 Loan were set out in the announcement of the Company dated 13 February 2026 and the circular of the Company dated 31 March 2026. Immediately before entering into the New Loan Agreement, the total outstanding principal amount due from the Borrower I is HK$40,000,000. The New Loan is intended to refinance the outstanding indebtedness under the February 2026 Loan in full together with a top-up facility of HK$5,000,000. Save as disclosed above, as at the date of this announcement, the Group has no other outstanding loan made to the Borrowers, the Guarantor or their respective ultimate beneficial owners.

REASONS FOR AND BENEFITS OF ENTERING INTO THE NEW LOAN AGREEMENT

The terms of the New Loan Agreement, including the interest rates applicable, were arrived at after arm's length negotiations between X8 Finance and the Borrowers having taken into account the prevailing market interest rates and practices. The New Loan Agreement was entered into by X8 Finance having regard to (i) the costs of borrowing in providing the New Loan to the Borrowers; (ii) the interest income to be generated by providing the New Loan; and (iii) the securities provided by the Mortgagor for the New Loan. In addition, the transaction contemplated under the New Loan Agreement is part of the ordinary and usual course of business of X8 Finance. In view of the above, the Directors are of the view that the terms of the New Loan Agreement are on normal commercial terms, are fair and reasonable, and are in the interests of the Company and its shareholders as a whole.

GENERAL

Information about the Group and X8 Finance

The Group is principally engaged in property development and investment, and the money lending business.

X8 Finance is a company incorporated in Hong Kong with limited liability and an indirect wholly-owned subsidiary of the Company. X8 Finance is a registered money lender holding a valid money lenders licence under the Money Lenders Ordinance (Chapter 163 of the Laws of Hong Kong) and is principally engaged in the provision of loans as money lending.

Information of the Borrowers and the Guarantor

The information of the Borrowers and the Guarantor is as follows:

The Borrower I is a company incorporated in Hong Kong with limited liability and is principally engaged in property investments. As at the date of this announcement, the entire issued share capital of the Borrower I is ultimately owned by the Borrower II. The Borrower II is an individual and an independent third party of the Company.

The Guarantor is a company incorporated in Hong Kong with limited liability and is principally engaged in property investments. As at the date of this announcement, the Guarantor is ultimately owned by the Borrower II as to 87.5% and Mrs. Wong Ho Wai Tuen, who is a family member of the Borrower II and an independent third party of the Company, as to 12.5%.

The Company confirms that to the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, each of the Borrowers, the Guarantor and their respective ultimate beneficial owners (if applicable) is a third party independent of the Company and its connected persons.

IMPLICATIONS UNDER THE LISTING RULES

The transaction contemplated under the New Loan Agreement constitutes a discloseable transaction for the Company as one or more of the applicable percentage ratios (as defined under the Listing Rules) in respect of the New Loan Agreement is 5% or more but all are less than 25%. Therefore, the transaction contemplated under the New Loan Agreement is subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following words and expressions shall have the following meanings when used herein:

"Board"	the board of Directors
"Borrower I"	Horn King Limited, a company incorporated in Hong Kong with limited liability, the entire issued share capital of which is owned by the Borrower II as at the date of this announcement
"Borrower II"	Dr. Ho Shung Pun
"Borrowers"	the Borrower I and the Borrower II
"Company"	Zero Fintech Group Limited, a company incorporated in Bermuda with limited liability, the shares of which are listed on the Main Board of the Stock Exchange
"connected person(s)"	has the meaning ascribed to it under the Listing Rules
"Director(s)"	the director(s) of the Company
"February 2026 Loan"	the term loan in the amount of HK$103,000,000 granted by X8 Finance to the Borrower I pursuant to the February 2026 Loan Agreement
"February 2026 Loan Agreement"	the loan agreement entered into between X8 Finance and the Borrower I on 13 February 2026 in respect of the February 2026 Loan, the details of which were set out in the announcement of the Company dated 13 February 2026 and the circular of the Company dated 31 March 2026
"Group"	the Company together with its subsidiaries from time to time
"Guarantor"	Kowloon Investment Company Limited, a company incorporated in Hong Kong with limited liability, which is ultimately owned as to 87.5% by the Borrower II and Mrs. Wong Ho Wai Tuen, who is a family member of the Borrower II and an independent third party of the Company, as to 12.5% as at the date of this announcement

"HK$"	Hong Kong dollars, the lawful currency of Hong Kong
"Hong Kong"	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
"Mortgagor"	Borrower I who, as security for the February 2026 Loan and the New Loan, provided a first mortgage in respect of the property at the First Floor, Second Floor, and Portion of Garage Space "B" on the Ground Floor of No. 23, Plantation Road, the Peak, Hong Kong in favour of X8 Finance
"New Loan"	the term loan in the amount of HK$45,000,000 granted by X8 Finance to the Borrowers pursuant to the New Loan Agreement
"New Loan Agreement"	the loan agreement entered into between X8 Finance and the Borrowers on 20 July 2026 in respect of the New Loan, the particulars of which are set out in the section headed "The New Loan Agreement" in this announcement
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"X8 Finance"	X8 Finance Limited, an indirect wholly-owned subsidiary of the Company and also the lender under the New Loan Agreement and the February 2026 Loan Agreement
"%"	per cent

By order of the Board
Zero Fintech Group Limited
Lee Lap
Chairman

Hong Kong, 20 July 2026

As at the date of this announcement, the Board comprises:

Executive Directors:
Mr. Lee Lap *(Chairman)*
Mr. Tommy Lee *(Vice Chairman & Chief Executive Officer)*
Mr. Chau Hau Shing

Independent Non-Executive Directors:
Mr. Shu Wa Tung, Laurence
Mr. Wu Wai Pan
Ms. Chak Wai Ting