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Jiayuan Services Holdings Limited
佳源服務控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1153)

**COMPLETION OF PLACING OF NEW SHARES
UNDER GENERAL MANDATE**

Placing Agent



Reference is made to the announcement of Jiayuan Services Holdings Limited (the “**Company**”) dated 15 April 2026 in relation to the placing of new shares under general mandate (the “**Announcement**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

COMPLETION OF THE PLACING OF NEW SHARES UNDER GENERAL MANDATE

The Board is pleased to announce that all the conditions set out in the Placing Agreement have been fulfilled and completion of the Placing took place on 24 April 2026 in accordance with the terms of the Placing Agreement. A total of 60,500,000 Placing Shares have been successfully placed by the Placing Agent to two Placees at the Placing Price of HK\$0.25 per Placing Share pursuant to the terms and conditions of the Placing Agreement, representing approximately 9.89% of the issued share capital of the Company immediately before the Placing and approximately 9.00% of the issued share capital of the Company as enlarged by the allotment and issue of all the Placing Shares as at the date of this announcement. As the number of Placees is less than six and in accordance with Rule 13.28(7) of the Listing Rules, the Company is required to disclose the names of the Placees in this announcement, namely (i) Digcom Equipment Company Limited (數通設備有限公司), a company incorporated in the British Virgin Islands with limited liability which is wholly-owned by Mr. Wei Jinbing, an individual investor and (ii) JH Service Limited (佳華服務有限公司), a company incorporated in Hong Kong with limited liability which is wholly-owned by Mr. Wang Wei, an individual investor.

To the best of the Directors’ knowledge, information and belief, having made all reasonable enquiries, the Placees and their ultimate beneficial owners are Independent Third Party, and none of the Placees has become a substantial Shareholder (as defined under the Listing Rules) upon completion of the Placing.

The gross proceeds from the Placing amounted to HK\$15,125,000 and the net proceeds, after deduction of the placing commission and other related expenses, are estimated to be approximately HK\$14.60 million, representing a net issue price of approximately HK\$0.241 per Placing Share. As disclosed in the Announcement, the Company intends to use the net proceeds from the Placing for general working capital of the Group including rental payments, staff costs, professional fees and other general administrative and operating expenses, and for the settlement of outstanding payables. The proceeds from the Placing are expected to be fully utilised by the end of 2026.

EFFECT ON SHAREHOLDING STRUCTURE OF THE COMPANY

To the best of the Directors' knowledge, information and belief after having made all reasonable enquiries, the following table sets out the shareholding structure of the Company (i) immediately before the completion of the Placing and (ii) immediately after the completion of the Placing and as at the date of this announcement:

	Immediately before completion of the Placing		Immediately after completion of the Placing and as at the date of this announcement	
	<i>Number of Shares</i>	<i>Approx. %</i>	<i>Number of Shares</i>	<i>Approx. %</i>
Valuable Capital Limited (“VCL”) <i>(Note 1)</i>	450,000,000	73.56	450,000,000	66.94
Linkto Tech Limited (“Linkto”) <i>(Note 1)</i>	162,046	0.03	162,046	0.02
The Placees	–	–	60,500,000	9.00
Other public Shareholders	161,546,954	26.41	161,546,954	24.04
Total	611,709,000	100.00	672,209,000	100.00

Notes:

- As at the date of this announcement, Linkto and VCL are concert parties to an agreement to buy shares described in s.317(1)(a) of the SFO, and accordingly, pursuant to s.317 and s.318 of the SFO, Linkto is deemed to be interested in the 450,000,000 Shares beneficially owned by VCL and VCL is deemed to be interested in the 162,046 Shares beneficially owned by Linkto.
- Certain figures and percentage figures included in the above table have been subject to rounding adjustments.

By order of the Board
Jiayuan Services Holdings Limited
Chairman and Executive Director
Li Meng

Hong Kong, 24 April 2026

As at the date of this announcement, the Board comprises six Directors, of which Mr. Li Meng (Chairman) and Mr. Xin Bing are the executive Directors, Ms. Ruan Hong is the non-executive Director, and Mr. Zhang Chen, Ms. Cui Yan and Mr. Cai Sitao are the independent non-executive Directors.