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匯聚科技有限公司
TIME Interconnect Technology Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1729)

PLACING OF NEW SHARES UNDER GENERAL MANDATE

**Overall Coordinator, Sole Placing Agent and
Sole Capital Market Intermediary**



THE PLACING

The Board is pleased to announce that on 10 February 2026 (before trading hours), the Company and the Placing Agent entered into the Placing Agreement, pursuant to which the Placing Agent has conditionally agreed to procure, on a best efforts basis, not less than six Placees to subscribe for 108,000,000 new Shares at the Placing Price of HK\$15.22 per Share.

The Placing Price of HK\$15.22 per Share represents:

- (i) a discount of approximately 14.97% to the closing price of HK\$17.90 per Share as quoted on the Stock Exchange on 9 February 2026 (being the Last Trading Day);
- (ii) a discount of approximately 8.85% to the average closing price of approximately HK\$16.70 per Share as quoted on the Stock Exchange for the last five consecutive trading days immediately preceding (but excluding) the Last Trading Day; and
- (iii) a discount of approximately 5.64% to the average closing price of approximately HK\$16.13 per Share as quoted on the Stock Exchange for the last thirty consecutive trading days immediately preceding (but excluding) the Last Trading Day.

The Placing Price was determined after arm's length negotiations between the Company and the Placing Agent with reference to the market conditions, the prevailing market price of the Shares and the business prospects of the Group.

The Placing Shares represents (i) approximately 5.45% of the existing issued share capital of the Company as at the date of this announcement; and (ii) approximately 5.16% of the issued share capital of the Company as enlarged by the allotment and issue of the Placing Shares (assuming that there will be no change to the issued share capital of the Company from the date of this announcement to the Closing Date).

Assuming that all Placing Shares are placed, the gross proceeds from the Placing are expected to be approximately HK\$1,643.8 million, and the net proceeds from the Placing (after deduction of the placing commission in respect of the Placing and other related expenses including, among others, the professional fees) are expected to be approximately HK\$1,634.5 million, representing an estimated net issue price of approximately HK\$15.13 per Placing Share.

USE OF PROCEEDS

The Company presently intends to use the net proceeds from the Placing as follows: (i) approximately 50% for supporting the Group's strategic investments and acquisitions; (ii) approximately 30% for the Group's development of global business and expansion of overseas operations; and (iii) approximately 20% for working capital and general corporate purposes to support the Group's business operation and growth. The specific use of the proceeds is subject to the adjustments by the Board or its authorized persons according to the operating conditions and actual needs of the Company or the Group.

GENERAL MANDATE

The issue of the Placing Shares will be allotted and issued under the General Mandate and will rank *pari passu* in all respects with the Shares then in issue on the Closing Date. An application will be made by the Company to the Listing Committee of the Stock Exchange for the listing of, and permission to deal in, the Placing Shares on the Stock Exchange.

Closing of the Placing is subject to the satisfaction of the conditions precedent set out in the Placing Agreement and may or may not materialize. Further announcement will be made as and when appropriate in accordance with the relevant rules of the Stock Exchange. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Company's securities.

PLACING OF NEW SHARES UNDER GENERAL MANDATE

The Board is pleased to announce that on 10 February 2026 (before trading hours), the Company and the Placing Agent entered into the Placing Agreement, pursuant to which the Placing Agent has conditionally agreed to procure, on a best effort basis, not less than six Placees to subscribe for 108,000,000 new Shares at the Placing Price of HK\$15.22 per Share.

THE PLACING AGREEMENT

Date: 10 February 2026

Parties: (1) the Company;
(2) the Placing Agent.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, the Placing Agent and its ultimate beneficial owners are Independent Third Parties.

Placing Shares

A total of 108,000,000 Placing Shares will be placed by the Placing Agents under the Placing. The number of Placing Shares represents:

- (i) approximately 5.45% of the existing issued share capital of the Company as at the date of this announcement; and
- (ii) approximately 5.16% of the issued share capital of the Company as enlarged by the allotment and issue of the Placing Shares (assuming that there will be no change to the issued share capital of the Company from the date of this announcement to the Closing Date).

Placing Price

The Placing Price of HK\$15.22 per Share represents:

- (i) a discount of approximately 14.97% to the closing price of HK\$17.90 per Share as quoted on the Stock Exchange on 9 February 2026 (being the Last Trading Day);
- (ii) a discount of approximately 8.85% to the average closing price of approximately HK\$16.70 per Share as quoted on the Stock Exchange for the last five consecutive trading days immediately preceding (but excluding) the Last Trading Day; and
- (iii) a discount of approximately 5.64% to the average closing price of approximately HK\$16.13 per Share as quoted on the Stock Exchange for the last thirty consecutive trading days immediately preceding (but excluding) the Last Trading Day.

The Placing Shares have an aggregate nominal value of HK\$1,080,000. The Placing Price is exclusive of applicable brokerage, trading fees, transaction fees and levies. The Placing Price was determined after arm's length negotiations between the Company and the Placing Agent with reference to the market conditions, the prevailing market price of the Shares and the business prospects of the Group.

The Placees

The Placing Agent has agreed, on a best effort basis, to procure not less than six Placees to purchase the Placing Shares, upon the terms and subject to the conditions set out in the Placing Agreement. It is expected that (i) the Placees procured by the Placing Agent and their respective ultimate beneficial owners will remain Independent Third Parties on the Closing Date; and (ii) none of the Placees will become a substantial Shareholder immediately after the closing of the Placing.

Ranking of the Placing Shares

The Placing Shares shall, when fully paid, rank *pari passu* in all respects with the other Shares in issue or to be issued by the Company on or prior to the Closing Date, including the right to receive all dividends and other distributions declared, made or paid on or after the date of allotment.

Conditions of the Placing Agreement

The closing of the Placing shall be subject to certain conditions (the “**Conditions**”), including:

- (a) the Listing Committee of the Stock Exchange granting the listing of, and permission to deal in, the Placing Shares and such listing and permission not subsequently being revoked prior to Closing;

- (b) the representations and warranties made by the Company pursuant to the Placing Agreement being true and accurate and not misleading as of the date of the Placing Agreement and the Closing Date;
- (c) the Company having complied with all of the agreements and undertakings and satisfied all of the conditions on its part to be complied with or satisfied under the Placing Agreement on or before the Closing Date;
- (d) the Placing Agent having received on the Closing Date the substantially complete draft of the CSRC Filings and (where applicable) the draft opinion from the counsel for the Company as to PRC laws in relation to the CSRC Filings, such drafts to be in form and substance reasonably satisfactory to the Placing Agent;
- (e) the Placing Agent having received on the Closing Date certain legal opinion relating to such matters as the Placing Agent shall reasonably request, such opinion to be in the form and substance reasonably satisfactory to the Placing Agent;
- (f) the Placing Agent having received on the Closing Date an opinion of the U.S. counsel to the Placing Agent, relating to the offer and sale of the Placing Shares by the Placing Agent, and such other matters as the Placing Agent shall reasonably request, such opinion to be in form and substance reasonably satisfactory to the Placing Agent;
- (g) on or before the Closing of the Placing, there shall not have occurred:
 - (i) any material adverse change, or any development reasonably likely to involve a material adverse change, in the condition, financial or otherwise, or in the earnings, assets, business, operations or prospects of the Company and/or the Group taken as a whole; or
 - (ii) any suspension or limitation of trading (a) in any of the Company's securities by the Hong Kong Stock Exchange, or (b) generally on the Hong Kong Stock Exchange, the Shanghai Stock Exchange, the Shenzhen Stock Exchange, the Tokyo Stock Exchange, the London Stock Exchange, the New York Stock Exchange or the Nasdaq National Market; or
 - (iii) any outbreak or escalation of hostilities, act of terrorism, the declaration by Hong Kong, the PRC, Japan, Singapore, the United States, the United Kingdom or any other member of the European Economic Area ("EEA") of a national emergency or war or other calamity or crisis; or
 - (iv) any material disruption in commercial banking or securities settlement or clearance services in Hong Kong, the PRC, Japan, Singapore, the United States, the United Kingdom or any other member of the EEA and/or a general moratorium on

commercial banking activities having been declared by the relevant authorities in Hong Kong, the PRC, Japan, Singapore, the United States, the United Kingdom or any member of the EEA; or

- (v) any material adverse change or development involving a prospective material adverse change in or affecting the financial markets in Hong Kong, the PRC, Japan, Singapore, the United States, the United Kingdom or any member of the EEA or in international financial, political or economic conditions, currency exchange rates, exchange controls or taxation,

that, in the sole judgment of the Placing Agent, would make the placement of the Placement Shares or the enforcement of contracts to purchase the Placement Shares impracticable or inadvisable, or would materially prejudice trading of the Placement Shares in the secondary market.

The Placing Agent in its sole discretion may waive any of the conditions above (except for condition (a)), in whole or in part and with or without conditions, by notice to the Company.

Termination of the Placing Agreement

If the conditions are not fulfilled to the satisfaction of the Placing Agent or waived at or prior to 8:00 a.m. (Hong Kong time) on the Closing Date or such later time as may be agreed between the Company and the Placing Agent, the Placing Agreement shall terminate with immediate effect.

In the event that (i) the Company does not deliver the Placing Shares on the Closing Date, or (ii) any of conditions has not been satisfied or waived in writing at or prior to 8:00 a.m. (Hong Kong time) on the Closing Date or such later date as may be agreed among the Company and the Placing Agent, the Placing Agent may elect, in its sole discretion, to terminate the Placing Agreement with immediate effect, provided that certain clauses shall survive such termination and remain in full force and effect, and provided further that if the Company shall have delivered some but not all of the Placing Shares on the Closing Date, the Placing Agent shall have the option to effect the Placing with respect to such Placing Shares as have been delivered, but such partial Placing shall not relieve the Company from liability for its default with respect to the Placing Shares not delivered.

Lock-up undertaking

The Company has undertaken to the Placing Agent that, except for the allotment and issue of Placing Shares pursuant to the Placing Agreement and save for the issue of shares pursuant to the Company's share option scheme adopted on 24 January 2018 and new share option scheme adopted on 21 March 2023, it will not without the prior written consent of the Placing Agent:

- (i) effect or arrange or procure placement of, allot or issue or offer to allot or issue or grant any option, right or warrant to subscribe for, or enter into any transaction which is designed to, or might reasonably be expected to, result in any of the aforesaid (whether by actual disposition or effective economic disposition due to cash settlement or otherwise), directly or indirectly, any equity securities of the Company or any securities convertible into, or exercisable, or exchangeable for, equity securities of the Company,
- (ii) enter into any swap or similar agreement that transfers, in whole or in part, the economic risk of ownership of such Shares, whether any such transaction described in (i) above is to be settled by delivery of Shares or such other securities, in cash or otherwise, or
- (iii) publicly announce an intention to effect any such transaction,

for a period beginning on the date of the Placing Agreement and ending on the date which is 90 days after the Closing Date.

Closing of the Placing

Closing of the Placing is expected to take place on or before 23 February 2026, or such other time and/or date as the Company and the Placing Agent agree in writing.

ISSUE OF NEW SHARES UNDER THE GENERAL MANDATE

By resolutions of the Shareholders passed at the AGM held on 23 May 2025, the Company granted the General Mandate to the Directors to allot and issue up to 390,156,800 Shares, being 20% of the total number of 1,950,784,000 issued Shares (excluding any treasury shares, if any) as at the date of the AGM. As at the date of this announcement, 21,733,404 Shares have been issued pursuant to the General Mandate. Hence, a total of 368,423,396 Shares remain available for issuance under the General Mandate as at the date of this announcement. The allotment and issue of the Placing Shares will fall within the limit of the General Mandate and is not subject to further approval of the Shareholders.

LISTING APPLICATION

Application(s) will be made by the Company to the Listing Committee of the Stock Exchange for the listing of, and permission to deal in, the Placing Shares.

REASONS FOR AND BENEFITS OF THE PLACING AND USE OF PROCEEDS

The Company is a well-established supplier of customised interconnect solutions with over 30 years' experience in the industry. It is principally engaged in the manufacture and sales of cable assembly products, digital cables, copper wire and server products, serving established customers in the telecommunications, data centre, industrial equipment, medical equipment and automotive sectors. The Directors believe that the Placing represents an appropriate opportunity to strengthen the Group's financial position and support its strategic growth initiatives.

The Directors are of the view the Placing will introduce new institutional investors to the Company and broaden its shareholder base, which is expected to enhance the liquidity of the Shares and provide a more diversified platform for the Company's long-term development. The expansion of its capital base will also provide the Group with greater flexibility for future capital markets and acquisition activities. The proceeds from the Placing will further strengthen the Group's balance sheet and enhance its working capital flexibility to support its business expansion efforts. The injection of equity capital will improve the Group's current ratio and provide additional financial resources without incurring the burden of additional interest and financing costs, allowing the Group to optimize its capital structure.

The Placing will provide essential funding to accelerate the Group's overseas expansion strategy. As global demand for its products continues to grow, the proceeds will enable the Group to expand its manufacturing footprint and establish strategic partnerships in key international markets in support of the international business development of the Group. The company has recently completed the acquisition of Dejinchang Investment Limited (together with its subsidiaries, the "DJC Group"). DJC Group brings vertically integrated copper wire production, a broad Asia Pacific customer base, and manufacturing facilities across China, Thailand, and Vietnam. The fundraising will support the future execution of strategic acquisitions and investment that are critical to the Group's global expansion plans.

In view of the above, the Directors consider that the terms of the Placing Agreement and the transactions contemplated thereunder (including the Placing and the Placing Price) are fair and reasonable and with reference to the prevailing market conditions. The Placing and the entry into of the Placing Agreement are in the interest of the Company and its Shareholders as a whole.

Assuming that all Placing Shares are placed, the gross proceeds from the Placing are expected to be approximately HK\$1,643.8 million, and the net proceeds from the Placing (after deduction of the placing commission in respect of the Placing and other related expenses including, among others, the professional fees) are expected to be approximately HK\$1,634.5 million, representing an estimated net issue price of approximately HK\$15.13 per Placing Share.

The Company presently intends to use the net proceeds from the Placing as follows: (i) approximately 50% for supporting the Group's strategic investments and acquisitions; (ii) approximately 30% for the Group's development of global business and expansion of overseas

operations; and (iii) approximately 20% for working capital and general corporate purposes to support the Group's business operation and growth. The specific use of the proceeds is subject to the adjustments by the Board or its authorized persons according to the operating conditions and actual needs of the Company or the Group.

EQUITY FUND RAISING OF THE COMPANY DURING THE PAST TWELVE MONTHS

On 28 August 2025, the Company entered into the sale and purchase agreement with, among others, Jin's Investment Limited, to acquire the entire issued share capital of Dejinchang Investment Limited (德晉昌投資有限公司) ("**Target Company**"). The acquisition involved the allotment and issuance of 21,733,404 Shares by the Company to fund part of the consideration for the purchase of the Target Company. For further details, please refer to the announcements of the Company dated 28 August 2025, 10 October 2025, and 3 December 2025 and circular of the Company dated 21 November 2025.

Save as disclosed above, the Company has not carried out any fund-raising activity involving issue of equity securities during the 12 months immediately prior to the date of this announcement.

EFFECT ON THE SHARE CAPITAL OF THE COMPANY

The following table illustrates the shareholding structure of the Company as at the date of this announcement and immediately after the closing of the Placing:

Shareholders	As at the date of this announcement		Immediately upon Closing and the allotment and issuance of the Placing Shares	
	Number of Shares	Approximate % of issued share capital of the Company	Number of Shares	Approximate % of issued share capital of the Company
Luxshare Precision Limited ^(Note 1)	1,380,594,000	69.62%	1,380,594,000	66.02%
Mr. Cua Tin Yin Simon ^(Note 2)	10,488,000	0.53%	10,488,000	0.50%
Mr. Wong Chi Kuen ^(Note 2)	7,528,000	0.38%	7,528,000	0.36%
Mr. Chaung Kwai Wing ^(Note 2)	1,466,000	0.07%	1,466,000	0.07%
Mr. Ho Hin Shun ^(Note 3)	688,000	0.03%	688,000	0.03%
Mr. Luk Wai Shing ^(Note 3)	1,824,000	0.09%	1,824,000	0.09%
Dr. Wu Che Yuen Justin ^(Note 3)	94,000	0.01%	94,000	0.01%
Sub-total	<u>1,402,682,000</u>	<u>70.73%</u>	<u>1,402,682,000</u>	<u>67.08%</u>
Public Shareholders				
The Placees	–	–	108,000,000	5.16%
Other public Shareholders	<u>580,358,404</u>	<u>29.27%</u>	<u>580,358,404</u>	<u>27.76%</u>
Sub-total	<u>580,358,404</u>	<u>29.27%</u>	<u>688,358,404</u>	<u>32.92%</u>
Total	<u><u>1,983,040,404</u></u>	<u><u>100.00%</u></u>	<u><u>2,091,040,404</u></u>	<u><u>100.00%</u></u>

Notes

- (1) The 1,380,594,000 Shares were held by Luxshare Precision Limited which is a wholly-owned subsidiary of Luxshare Precision Industry Co., Limited (“**Luxshare Precision Industry**”). Luxshare Precision Industry is owned as to 37.49% by Luxshare Limited which is in turn owned by Ms. Wang Laichun, the non-executive Director and the chairman of the Board, and Mr. Wang Laisheng, the brother of Ms. Wang Laichun, as to 50% each. By virtue of SFO, each of Luxshare Precision Industry, Luxshare Limited, Ms. Wang Laichun and Mr. Wang Laisheng is deemed to be interested in 1,380,594,000 Shares held by Luxshare Precision Limited.
- (2) Mr. Cua Tin Yin Simon, Mr. Wong Chi Kuen and Mr. Chaung Kwai Wing are executive Directors.

- (3) Mr. Ho Hin Shun, Mr. Luk Wai Shing and Dr. Wu Che Yuen Justin are independent non-executive Directors.

Closing of the Placing is subject to the satisfaction of the conditions precedent set out in the Placing Agreement and may or may not materialize. Further announcement will be made as and when appropriate in accordance with the relevant rules of the Stock Exchange. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Company's securities.

DEFINITIONS

In this announcement, unless the context requires otherwise, the following expressions shall have the following meanings.

“AGM”	the annual general meeting of the Company held on 23 May 2025
“Board”	the board of Directors
“Business Day”	any day (excluding Saturdays) on which banks generally are open for business in Hong Kong
“Closing”	the closing of the Placing pursuant to the terms and conditions of the Placing Agreement
“Closing Date”	23 February 2026, being the sixth Business Day after the date of the Placing Agreement, or such other date as the Company and the Placing Agent may agree in writing
“Company”	Time Interconnect Technology Limited (匯聚科技有限公司), an exempted company incorporated in the Cayman Islands with limited liability and the Shares of which are listed on the Main Board of the Stock Exchange
“connected person(s)”	has the same meaning ascribed thereto under the Listing Rules
“CSRC”	the China Securities Regulatory Commission
“CSRC Filings”	the CSRC Filing Report (including any amendments, supplements and/or modifications thereof) and any relevant supporting materials
“Director(s)”	the director(s) of the Company

“DJC Group”	Dejinchang Investment Limited and its subsidiaries
“General Mandate”	the general mandate granted by a resolution passed at the AGM to the Board to allot, issue and deal with new Shares not exceeding 20% of the total number of Share in issue (excluding treasury Shares) as at the date of passing of the resolution
“Group”	the Company and its subsidiaries from time to time
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	Hong Kong Special Administrative Region of the PRC
“Independent Third Party(ies)”	third party(ies) independent of and not connected with the Company and its connected person(s)
“Last Trading Day”	9 February 2026, being the last trading day prior to the signing of the Placing Agreement
“Listing Committee”	has the same meaning ascribed thereto under the Listing Rules
“Placee(s)”	any investor who is an individual, institutional or professional investor and is an Independent Third Party procured by the Placing Agent to subscribe for the Placing Shares pursuant to the Placing Agreement
“Placing”	the placing of the Placing Shares by or on behalf of the Placing Agent on the terms and subject to the conditions set out in the Placing Agreement
“Placing Agent”	Macquarie Capital Limited
“Placing Agreement”	the conditional placing agreement entered into between the Company and the Placing Agent dated 10 February 2026
“Placing Price”	HK\$15.22 per Placing Share
“Placing Share(s)”	108,000,000 new Shares to be allotted and issued pursuant to the terms and conditions of the Placing Agreement which will rank pari passu in all respects with the Shares in issue and together with all rights attaching to as at the date of issue of the Placing Shares

“PRC”	the People’s Republic of China which, for the purpose of this announcement, shall exclude Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“Share(s)”	ordinary share(s) in the share capital of our Company, with a nominal value of HK\$0.01 each
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“substantial shareholder(s)”	has the same meaning ascribed thereto under the Listing Rules
“%”	Per cent

By order of the Board
Time Interconnect Technology Limited
Cua Tin Yin Simon
Executive Director and Chief Executive Officer

Hong Kong, 10 February 2026

As at the date of this announcement, the Board comprises four executive Directors, namely Mr. Cua Tin Yin Simon, Mr. Wong Chi Kuen, Mr. Chaung Kwai Wing and Mr. Hung Wai Lai William, one non-executive Director, namely Ms. Wang Laichun and five independent non-executive Directors, namely Mr. Ho Hin Shun, Mr. Luk Wai Shing, Mr. Chan Chung Shun Eric, Ms. Chan Kit Fun Fanny and Dr. Wu Che Yuen Justin