

**Next Day Disclosure Return**  
**(Equity issuer - changes in issued shares or treasury shares, share buybacks and/or on-market sales of treasury shares)**

Instrument: Equity issuer Status: New Submission

Name of Issuer: Zhou Hei Ya International Holdings Company Limited

Date Submitted: 11 December 2025

*Section I must be completed by a listed issuer where there has been a change in its issued shares or treasury shares which is discloseable pursuant to rule 13.25A of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Exchange”) (the “Main Board Rules”) or rule 17.27A of the Rules Governing the Listing of Securities on GEM of the Exchange (the “GEM Rules”).*

Section I						
<b>1. Class of shares</b>	Ordinary shares	<b>Type of shares</b>	Not applicable	<b>Listed on the Exchange</b>	Yes	
<b>Stock code (if listed)</b>	01458	<b>Description</b>				
<b>A. Changes in issued shares or treasury shares</b>						
Events		Changes in issued shares (excluding treasury shares)		Changes in treasury shares	Issue/ selling price per share (Note 4)	Total number of issued shares
		Number of issued shares (excluding treasury shares)	As a % of existing number of issued shares (excluding treasury shares) before the relevant event (Note 3)	Number of treasury shares		
<b>Opening balance as at (Note 1)</b> 10 December 2025		2,159,709,500		0		2,159,709,500
1). Other (please specify)  See Part B  <b>Date of changes</b> 11 December 2025			%			
<b>Closing balance as at (Notes 5 and 6)</b> 11 December 2025		2,159,709,500		0		2,159,709,500

<b>B. Shares redeemed or repurchased for cancellation but not yet cancelled as at the closing balance date (Notes 5 and 6)</b>						
1).	Share repurchased for cancellation but not yet cancelled  <b>Date of changes</b> 07 April 2025	2,460,500	0.1109 %		HKD	1.9836
2).	Share repurchased for cancellation but not yet cancelled  <b>Date of changes</b> 08 April 2025	971,000	0.0438 %		HKD	2.0296
3).	Share repurchased for cancellation but not yet cancelled  <b>Date of changes</b> 17 April 2025	720,000	0.0333 %		HKD	2.4023
4).	Share repurchased for cancellation but not yet cancelled  <b>Date of changes</b> 24 April 2025	759,000	0.0351 %		HKD	2.4979
5).	Share repurchased for cancellation but not yet cancelled  <b>Date of changes</b> 25 April 2025	1,207,000	0.0559 %		HKD	2.4804
6).	Share repurchased for cancellation but not yet cancelled  <b>Date of changes</b> 28 April 2025	813,500	0.0377 %		HKD	2.4493
7).	Share repurchased for cancellation but not yet cancelled  <b>Date of changes</b> 30 April 2025	780,000	0.0361 %		HKD	2.5194
8).	Share repurchased for cancellation but not yet cancelled  <b>Date of changes</b> 06 May 2025	1,140,000	0.0528 %		HKD	2.5595
9).	Share repurchased for cancellation but not yet cancelled  <b>Date of changes</b> 07 May 2025	769,000	0.0356 %		HKD	2.5819
10).	Share repurchased for cancellation but not yet cancelled  <b>Date of changes</b> 08 May 2025	1,167,500	0.0541 %		HKD	2.544
11).	Share repurchased for cancellation but not yet cancelled  <b>Date of changes</b> 09 May 2025	777,000	0.036 %		HKD	2.5572

12).	Share repurchased for cancellation but not yet cancelled <b>Date of changes</b> 12 May 2025	1,170,000	0.0542 %		HKD 2.506	
13).	Share repurchased for cancellation but not yet cancelled <b>Date of changes</b> 13 May 2025	1,193,000	0.0552 %		HKD 2.4938	
14).	Share repurchased for cancellation but not yet cancelled <b>Date of changes</b> 16 May 2025	1,500,500	0.0695 %		HKD 2.6055	
15).	Share repurchased for cancellation but not yet cancelled <b>Date of changes</b> 21 May 2025	1,110,000	0.0514 %		HKD 2.684	
16).	Share repurchased for cancellation but not yet cancelled <b>Date of changes</b> 22 May 2025	1,260,500	0.0584 %		HKD 2.5963	
17).	Share repurchased for cancellation but not yet cancelled <b>Date of changes</b> 23 May 2025	1,444,500	0.0669 %		HKD 2.5717	
18).	Share repurchased for cancellation but not yet cancelled <b>Date of changes</b> 26 May 2025	899,000	0.0416 %		HKD 2.5715	
19).	Share repurchased for cancellation but not yet cancelled <b>Date of changes</b> 27 May 2025	353,500	0.0164 %		HKD 2.6172	
20).	Share repurchased for cancellation but not yet cancelled <b>Date of changes</b> 29 May 2025	1,854,500	0.0859 %		HKD 2.6072	
21).	Share repurchased for cancellation but not yet cancelled <b>Date of changes</b> 30 May 2025	1,326,500	0.0614 %		HKD 2.6146	
22).	Share repurchased for cancellation but not yet cancelled <b>Date of changes</b> 02 June 2025	382,000	0.0177 %		HKD 2.578	
23).	Share repurchased for cancellation but not yet cancelled <b>Date of changes</b> 03 June 2025	255,000	0.0118 %		HKD 2.5907	

24).	Share repurchased for cancellation but not yet cancelled <b>Date of changes</b> 04 June 2025	153,500	0.0071 %		HKD 2.6145	
25).	Share repurchased for cancellation but not yet cancelled <b>Date of changes</b> 05 June 2025	1,342,500	0.0622 %		HKD 2.603	
26).	Share repurchased for cancellation but not yet cancelled <b>Date of changes</b> 06 June 2025	1,311,500	0.0607 %		HKD 2.5954	
27).	Share repurchased for cancellation but not yet cancelled <b>Date of changes</b> 09 June 2025	1,147,000	0.0531 %		HKD 2.5887	
28).	Share repurchased for cancellation but not yet cancelled <b>Date of changes</b> 10 June 2025	1,012,000	0.0496 %		HKD 2.5858	
29).	Share repurchased for cancellation but not yet cancelled <b>Date of changes</b> 11 June 2025	1,187,500	0.055 %		HKD 2.5756	
30).	Share repurchased for cancellation but not yet cancelled <b>Date of changes</b> 12 June 2025	1,621,000	0.0751 %		HKD 2.4602	
31).	Share repurchased for cancellation but not yet cancelled <b>Date of changes</b> 13 June 2025	1,670,500	0.0773 %		HKD 2.4153	
32).	Share repurchased for cancellation but not yet cancelled <b>Date of changes</b> 16 June 2025	1,051,500	0.0487 %		HKD 2.4328	
33).	Share repurchased for cancellation but not yet cancelled <b>Date of changes</b> 17 June 2025	1,453,000	0.0673 %		HKD 2.436	
34).	Share repurchased for cancellation but not yet cancelled <b>Date of changes</b> 18 June 2025	625,500	0.029 %		HKD 2.4474	
35).	Share repurchased for cancellation but not yet cancelled <b>Date of changes</b> 19 June 2025	1,714,000	0.0794 %		HKD 2.4318	

36).	Share repurchased for cancellation but not yet cancelled  <b>Date of changes</b> 20 June 2025	1,133,500	0.0525 %		HKD 2.422	
37).	Share repurchased for cancellation but not yet cancelled  <b>Date of changes</b> 25 June 2025	1,092,500	0.0506 %		HKD 2.4097	
38).	Share repurchased for cancellation but not yet cancelled  <b>Date of changes</b> 26 June 2025	281,500	0.013 %		HKD 2.4212	
39).	Share repurchased for cancellation but not yet cancelled  <b>Date of changes</b> 27 June 2025	1,563,000	0.0724 %		HKD 2.4175	
40).	Share repurchased for cancellation but not yet cancelled  <b>Date of changes</b> 30 June 2025	796,000	0.0369 %		HKD 2.494	
41).	Share repurchased for cancellation but not yet cancelled  <b>Date of changes</b> 08 December 2025	445,000	0.0206 %		HKD 1.6146	
42).	Share repurchased for cancellation but not yet cancelled  <b>Date of changes</b> 09 December 2025	235,000	0.0109 %		HKD 1.6143	
43).	Share repurchased for cancellation but not yet cancelled  <b>Date of changes</b> 10 December 2025	160,500	0.0074 %		HKD 1.6667	
44).	Share repurchased for cancellation but not yet cancelled  <b>Date of changes</b> 11 December 2025	147,500	0.0068 %		HKD 1.6651	

**Confirmation**

Not applicable

*Notes to Section I:*

1. *Please insert the closing balance date of the last Next Day Disclosure Return published pursuant to Main Board Rule 13.25A / GEM Rule 17.27A or Monthly Return pursuant to Main Board Rule 13.25B / GEM Rule 17.27B, whichever is the later.*
2. *Please set out all changes in issued shares or treasury shares requiring disclosure pursuant to Main Board Rule 13.25A / GEM Rule 17.27A together with the relevant dates of changes. Each category will need to be disclosed individually with sufficient information to enable the user to identify the relevant category in the listed issuer's Monthly Return. For example, multiple issues of shares as a result of multiple exercises of share options under the same share option scheme or of multiple conversions under the same convertible note must be aggregated and disclosed as one category. However, if the issues resulted from exercises of share options under 2 share option schemes or conversions of 2 convertible notes, these must be disclosed as 2 separate categories.*
3. *The percentage change in the number of issued shares (excluding treasury shares) of the listed issuer is to be calculated by reference to the opening balance of the number of issued shares (excluding treasury shares) being disclosed in this Next Day Disclosure Return.*
4. *In the case of a share repurchase or redemption, the "issue/ selling price per share" shall be construed as "repurchase price per share" or "redemption price per share".*  
  
*Where shares have been issued/ sold/ repurchased/ redeemed at more than one price per share, a volume-weighted average price per share should be given.*
5. *The closing balance date is the date of the last relevant event being disclosed.*
6. *For repurchase or redemption of shares, disclosure is required when the relevant event has occurred (subject to the provisions of Main Board Rules 10.06(4)(a), 13.25A and 13.31 / GEM Rules 13.13(1), 17.27A and 17.35), even if the repurchased or redeemed shares have not yet been cancelled.*  
  
*If repurchased or redeemed shares are to be cancelled upon settlement of such repurchase or redemption after the closing balance date, they shall remain part of the issued shares as at the closing balance date in Part A. Details of these repurchased or redeemed shares shall be disclosed in Part B.*
7. *Items (i) to (viii) are suggested forms of confirmation. The listed issuer may amend the item(s) that is/are not applicable to meet individual cases.*
8. *"Identical" means in this context:*
  - *the securities are of the same nominal value with the same amount called up or paid up;*
  - *they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and*
  - *they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.*

Section II must also be completed by a listed issuer where it has made a repurchase of shares which is discloseable under Main Board Rule 10.06(4)(a) / GEM Rule 13.13(1).

## Repurchase report

Section II					
<b>1. Class of shares</b>	Ordinary shares	<b>Type of shares</b>	Not applicable	<b>Listed on the Exchange</b>	Yes
<b>Stock code (if listed)</b>	01458	<b>Description</b>			
<b>A. Repurchase report</b>					
<b>Trading date</b>	<b>Number of shares repurchased</b>	<b>Method of repurchase (Note 1)</b>	<b>Repurchase price per share or highest repurchase price per share \$</b>	<b>Lowest repurchase price per share \$</b>	<b>Aggregate price paid \$</b>
1). 11 December 2025	147,500	On the Exchange	HKD 1.67	HKD 1.65	HKD 245,605
<b>Total number of shares repurchased</b>	147,500	<b>Aggregate price paid \$ HKD</b>			245,605
<b>Number of shares repurchased for cancellation</b>	147,500				
<b>Number of shares repurchased for holding as treasury shares</b>	0				
<b>B. Additional information for issuer who has a primary listing on the Exchange</b>					
1). <b>Date of the resolution granting the repurchase mandate</b>	16 May 2025				
2). <b>Total number of shares which the issuer is authorised to repurchase under the repurchase mandate</b>	215,970,950				
3). <b>Number of shares repurchased on the Exchange or another stock exchange under the repurchase mandate</b>	(a) 30,530,000				
4). <b>As a % of number of issued shares (excluding treasury shares) as at the date of the resolution granting the repurchase mandate</b> <i>(a) x 100 / number of issued shares (excluding treasury shares) as at the date of the resolution granting the repurchase mandate</i>	1.4136 %				
5). <b>Moratorium period for any issue of new shares, or sale or transfer of treasury shares after the share repurchase(s) set out in Part A (Note 2)</b>	<b>Up to</b> 10 January 2026				

We hereby confirm that the repurchases made on the Exchange set out in Part A above were made in accordance with the Main Board Rules and that there have been no material changes to the particulars contained in the Explanatory Statement dated 16 April 2025 which has been filed with the Exchange. We also confirm that any repurchases made on another stock exchange set

out in Part A above were made in accordance with the domestic rules applying to repurchases on that other stock exchange.

*Notes to Section II:*

1. *Please state whether the repurchase was made on the Exchange, on another stock exchange (stating the name of the exchange), by private arrangement or by general offer.*
2. *Subject to the carve-out set out in Main Board Rule 10.06(3)(a)/ GEM Rule 13.12, an issuer may not (i) make a new issue of shares, or a sale or transfer of any treasury shares; or (ii) announce a proposed new issue of shares, or a sale or transfer of any treasury shares, for a period of 30 days after any purchase by it of shares, whether on the Exchange or otherwise, without the prior approval of the Exchange.*



*Section III must also be completed by a listed issuer where it has made a sale of treasury shares on the Exchange or any other stock exchange on which the issuer is listed which is discloseable under Main Board Rule 10.06B / GEM Rule 13.14B.*

**Report of on-market sale of treasury shares**

Not applicable

Submitted by: Zhou Fuyu  
\_\_\_\_\_  
(Name)

Title: Chairman of the Board, Executive Director and Chief  
Executive Officer  
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(Director, Secretary or other Duly Authorised Officer)