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Jinxin Fertility Group Limited

錦欣生殖醫療集團有限公司*

(Incorporated under the laws of the Cayman Islands with limited liability)

(Stock Code: 1951)

INSIDE INFORMATION SHAREHOLDER RETURN PLAN

This announcement is made by Jinxin Fertility Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Cap. 571 Laws of Hong Kong).

FINAL DIVIDEND FOR THE YEAR ENDED DECEMBER 31, 2025

Notwithstanding the challenges in the industry environment and the transitional period in operational management faced by the Group during the financial year 2025, the Board has decided to propose a final dividend (the “**FY2025 Final Dividend**”), representing approximately 20% of the Group’s non-IFRS adjusted earnings before interest, taxes, depreciation and amortization (“**non-IFRS adjusted EBITDA**”)¹ for 2025, as a gesture of appreciation for the continuous support of the Shareholders. The Board resolved on March 26, 2026, to declare the FY2025 Final Dividend for the year ended December 31, 2025 in the aggregate amount of approximately RMB100 million (equivalent to approximately HKD113.2 million), of RMB3.70 cents (equivalent to approximately HKD4.18 cents) per share of the Company. The FY2025 Final Dividend is subject to the approval of the shareholders of the Company (the “**Shareholders**”) at the upcoming annual general meeting.

SHAREHOLDER RETURN PLAN FOR THE NEXT THREE YEARS (2026-2028)

The board of directors (the “**Board**”) of the Company is pleased to announce that, in order to enhance the predictability and transparency of return to the Shareholders, the Board has approved of a shareholder return plan (the “**Shareholder Return Plan**”) for the three financial years from 2026 to 2028.

¹ *Non-IFRS adjusted EBITDA is generally calculated with exclusions to, among other things, (i) ESOP expenses; (ii) impairment of goodwill and certain intangible assets related to the Group’s business; (iii) impairment losses recognized under the expected credit loss model in respect of certain financial assets.*

The Company believes its EBITDA to be a representative measure of its internal financial resources for rewarding Shareholders as its capital expenditure are expected to be limited following the relocation and commencement of operations of the Group's Shenzhen hospital. Accordingly, pursuant to the Shareholder Return Plan, the Company shall in general aim to achieve a total Shareholder return of an amount equal to 50% to 80% of its non-IFRS adjusted EBITDA for the relevant financial year, with reference to the Company's normalized free cash flow through, among others, dividend distribution and share repurchase as determined by the Board at its discretion, subject to full compliance with the memorandum and articles of association of the Company, the Listing Rules, the Codes on Takeovers and Mergers and Share Buy-backs, the Companies Act of the Cayman Islands and other applicable laws and regulations.

When weighing the choice between dividend distribution and share repurchase, the Company will prioritize share repurchase where the Company believes that the trading price of its shares is significantly below book value and does not reflect their intrinsic value or the actual prospects of the Company. Share repurchase shall be conducted on market, considering all relevant factors including the prevailing market conditions and price of the shares and be compliant with the applicable regulatory requirements.

Further, the Board has resolved to repurchase shares of the Company in the open market for a period of 12 months from the date hereof at its absolute discretion with an aggregate amount of up to RMB300 million, subject to the prevailing market conditions and due compliance with the applicable laws and regulations as well as the memorandum and articles of association of the Company.

In the event of any force majeure event (such as natural disasters or changes in the macroeconomic or industry environment that have a material impact on the Group's operations, or any significant changes in the Group's operating or financial conditions), the Board may, at its discretion, make adjustments to the Shareholder Return Plan. In such event, the interest of the Shareholders as a whole shall be given the first priority.

AMENDMENTS TO THE DIVIDEND POLICY

The Board has also amended and replaced its existing dividend policy with the Amended Dividend Policy, effective from March 26, 2026, and applicable to the financial years 2026 to 2028. The Board shall have the discretion to declare and distribute dividends where not less than 20% of the Company's annual non-IFRS adjusted EBITDA will be used towards the payment of cash dividends from time to time (the "**Amended Dividend Policy**"). Taking the reported non-IFRS adjusted EBITDA of approximately RMB491.1 million and approximately RMB707.3 million for the financial years ended December 31, 2025 and December 31, 2024 as reference, the dividend amount under the Amended Dividend Policy could range from approximately RMB98.22 million to approximately RMB141.46 million.

The Board will review the revised dividend policy from time to time and may, at its sole discretion, update, revise and/or amend the revised dividend policy as and when it considers appropriate and necessary. The revised dividend policy shall in no way constitute a legally binding commitment by the Company that dividends will be paid in any particular amount and/or in no way obligate the Company to declare a dividend at any time or from time to time.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.

By order of the Board
Jinxin Fertility Group Limited
Dong Yang
*Chief Executive Officer,
Acting Chief Financial Officer
and Executive Director*

Hong Kong, March 26, 2026

As at the date of this announcement, the Board comprises Mr. Dong Yang, Ms. Lyu Rong and Dr. Geng Lihong, as executive directors; Mr. Zhong Yong, as chairman and non-executive director, and Ms. Hu Zhe, Ms. Yan Xiaoqing and Mr. Chen Shuyun, as non-executive directors; and Dr. Chong Yat Keung, Mr. Li Jianwei, Mr. Wang Xiaobo and Mr. Ye Changqing, as independent non-executive directors.

* *For identification purposes only*