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Virtual Mind Holding Company Limited

天機控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1520)

EXPIRY OF LONG STOP DATE AND LAPSE OF THE DISCLOSEABLE AND CONNECTED TRANSACTION – ACQUISITION OF 10% EQUITY INTEREST IN N-BRIDGE CAPITAL GROUP LIMITED INVOLVING ISSUE OF CONSIDERATION SHARES UNDER SPECIFIC MANDATE

References are made to the announcements of the Company dated 14 July 2025, 4 August 2025, 15 August 2025, 25 August 2025, 8 September 2025, 19 September 2025, 31 October 2025 and 1 December 2025 (the “**Announcements**”) in relation to, among other things, the proposed acquisition of 10% equity interest in N-Bridge Capital Group Limited which constitutes disclosable and connected transaction under the Listing Rules and the delay in despatch of Circular. Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as set out in the Announcements.

The Board hereby announces that the conditions precedent of the Acquisition were not fulfilled on or before 13 January 2026, being the last date on the six months following the execution of the Agreement (the “**Long Stop Date**”) and no agreement was reached between the Company and the Vendors to further extend the Long Stop Date. As such, the Agreement has lapsed. The Board considers that the lapse of the Agreement will have no material adverse impact on the Group’s business, operations, and financial position.

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

By Order of the Board
Virtual Mind Holding Company Limited
Li Yang
Executive Director

Hong Kong, 15 January 2026

As at the date of this announcement, the executive Directors are Mr. Mei Weiyi, Mr. Li Yang, Ms. Tin Yat Yu Carol and Mr. Wong Wai Kai Richard; the non-executive Director is Ms. Kot Mui; and the independent non-executive Directors are Mr. Tang Shu Pui Simon, Mr. Hon Ming Sang and Mr. Cheung Pak To, BBS.