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CAI CORP
CAI 控股

(Incorporated in the Cayman Islands as an exempted company with limited liability)

(Stock Code: 80)

COMPLETION OF DISCLOSEABLE AND CONNECTED TRANSACTIONS

References are made to the announcements of CAI Corp (the “**Company**”) dated 17 December 2025 and 10 February 2026 and the circular of the Company dated 21 January 2026 (the “**Circular**”) in relation to, among other things, the Proposed Acquisitions. Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

COMPLETION OF THE EQUITY TRANSFER AGREEMENTS

The Board is pleased to announce that all the conditions precedent to the Equity Transfer Agreement I and Equity Transfer Agreement II have been fulfilled, and completion of the Equity Transfer Agreements (the “**Completion**”) took place on 16 February 2026.

Following Completion, the Company holds approximately 9.09% equity interest in Forestheaven and approximately 3.15% equity interest in EXIO. The Target Companies will not become subsidiaries of the Company and their financial results will not be consolidated in the financial statements of the Group.

EFFECT ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

The following table sets out the shareholding structure of the Company immediately before and after Completion:

Shareholders	Immediately before Completion		Immediately after Completion	
	<i>Number of Shares</i>	<i>Approx.%</i>	<i>Number of Shares</i>	<i>Approx.%</i>
Longling Capital ⁽¹⁾	1,036,844,846	52.38%	1,235,622,623	56.72%
Public Shareholders	<u>942,705,565</u>	<u>47.62%</u>	<u>942,705,565</u>	<u>43.28%</u>
Total	<u><u>1,979,550,411</u></u>	<u><u>100%</u></u>	<u><u>2,178,328,188</u></u>	<u><u>100%</u></u>

Note:

1. Longling Capital is a company incorporated in the British Virgin Islands with limited liability, the entire issued share capital of which is beneficially owned by Mr. Cai.

By order of the Board
CAI Corp
Cai Wensheng
Chairman

Hong Kong, 16 February 2026

As at the date of this announcement, the Board comprises Mr. Hong Yupeng and Mr. Lui Cheuk Hang Henri as executive Directors; Mr. Cai Wensheng (Chairman) as non-executive Director; and Professor Li Jin, Ms. Hsieh Yafang and Mr. Li Jianbin as independent non-executive Directors.