

Announcement Regarding the Non-Binding Merger Agreement Reached Between Mr Sun Zhenghua, on Behalf of Hangzhou Zhen'en Industrial Holdings Co., Ltd., and Prime Being Corporation

Prime Being Corporation (OTC:PRBG) announces that it has reached a non-binding merger agreement with Mr Sun Zhenghua. Pursuant to the terms of the agreement, Mr Sun Zhenghua will, on behalf of Hangzhou Zhen'en Industrial Holdings Co., Ltd. (hereinafter referred to as the "Company"), proceed with the full acquisition of Prime Being Corporation.

Hangzhou Zhen'en Industrial Holdings Co., Ltd. is a specialized capital operations platform focused on cutting-edge technology sectors. Based in Hangzhou's science and technology innovation hub, the Company centres its operations on industrial holding and mergers and acquisitions, and is committed to building an international technology holding group listed on the stock exchange, thereby empowering the development of new-quality productive forces.

Established on 26 March 2026 and headquartered at Shangcheng International, Lin'an Plaza, Hangzhou, the Company relies on a dual-drive strategy of capital operations and industrial management to rapidly expand into key state-supported sectors such as biotechnology, artificial intelligence and the low-altitude economy, thereby achieving leapfrog development.

Based on prior discussions, both parties anticipate completing the full merger by April 2026.

Forward-Looking Statements

This announcement contains forward-looking statements as defined in Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934, including, but not limited to, statements regarding the Company's future business development plans and potential growth opportunities. These forward-looking statements are based on the Company's current expectations, assumptions, estimates, and projections and are subject to various known and unknown risks, uncertainties, and other factors, including but not limited to changes in market conditions, industry competition, and regulatory policy adjustments, which may cause actual results to differ materially from those anticipated in the forward-looking statements. Investors should not place undue reliance on such forward-looking statements, and the Company undertakes no obligation to update or revise any forward-looking statements due to new information, future events, or otherwise.