
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 2)*

AIX INC.

(Name of Issuer)

Class A ordinary share, par value \$0.001 per share

(Title of Class of Securities)

G3314G102

(CUSIP Number)

HIGHEST PERFORMANCES HOLDINGS
c/o Yinan Hu, 61/F, Pearl River Tower, No. 15 Zhujiang West Road
Zhujiang New Town, Guangzhou, F4, 510623
86-020-28381666

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

01/02/2025

(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

The information required on the remainder of this cover page shall not be deemed to be “filed” for the purpose of Section 18 of the Securities Exchange Act of 1934 (“Act”) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13D

CUSIP No. G3314G102

Name of reporting person

1

Highest Performances Holdings Inc.

2

Check the appropriate box if a member of a Group (See Instructions)

(a)

(b)

3 SEC use only
Source of funds (See Instructions)

4 WC
Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5
Citizenship or place of organization

6 CAYMAN ISLANDS

Sole Voting Power

7

1,101,600,788.00

Number of Shares Beneficially

Shared Voting Power

8

Owned by Each Reporting

0.00

Sole Dispositive Power

9

1,101,600,788.00

Person With: Shared Dispositive Power

10

0.00

Aggregate amount beneficially owned by each reporting person

11 1,101,600,788.00

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12
Percent of class represented by amount in Row (11)

13 51.67 %

Type of Reporting Person (See Instructions)

14 CO

Comment for Type of Reporting Person: Note to Row 7, 9, 11: Includes 591,600,788 Class A ordinary shares and 510,000,000 Class B ordinary shares Note to Row 13: The percentage calculation is based on 2,131,892,484 ordinary shares, including 1,131,892,484 Class A ordinary shares and 1,000,000,000 Class B ordinary shares, of the Issuer outstanding as of January 2, 2025.

SCHEDULE 13D

Item 1. Security and Issuer

Title of Class of Securities:

(a) Class A ordinary share, par value \$0.001 per share

Name of Issuer:

(b) AIX INC.

Address of Issuer's Principal Executive Offices:

(c) 60F, Pearl River Tower, No. 15 West Zhujiang Road, Zhujiang New Town, Tianhe, Gua, CHINA , 510623.

Item 2. Identity and Background

(a) This statement on Schedule 13D/A is being filed by Highest Performances Holdings Inc. ("HPH").

(b) The principal business and office address of HPH is 61F, Pearl River Tower, No. 15 West Zhujiang Road, Zhujiang New Town, Tianhe, Guangzhou, Guangdong Province, People's Republic of China.

HPH is a holding company whose ordinary shares, represented by ADSs, are listed on the Nasdaq Global Market.

(c) Through its various subsidiaries and affiliated entities, HPH operates as a leading provider of intelligent technology-driven family and enterprise services in China.

(d) During the last five years, the Reporting Persons has not been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors).

(e) During the last five years, the Reporting Persons has not been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and, as a result of such proceeding, is or was subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such law.

(f) HPH is an exempt company with limited liability incorporated under the laws of Cayman Islands.

Item 3. Source and Amount of Funds or Other Consideration

Item 3 is hereby amended and supplemented in its entirety as follows: The information set forth in Item 4 and Item 6 is hereby incorporated by reference into this Item 3. On December 30, 2024, HPH entered into a share subscription agreement (the "Agreement") with the Issuer. Pursuant to the Agreement, the Issuer agreed to issue to HPH 510,000,000 Class B ordinary shares of the Issuer (the "Subscription Shares"), at a price of US\$0.001 per Subscription Share, for a total consideration of US\$510,000. The issuance of the Subscription Shares ("Issuance") has been completed on January 2, 2025. Following the Issuance, HPH beneficially owns 591,600,788 Class A ordinary shares and 510,000,000 Class B ordinary shares of the Company, representing 51.67% of the total issued and outstanding ordinary shares, and 51.01% of the aggregate voting power, of the Company. Such transaction was funded by the Reporting Person through internally generated funds. The Share Subscription Agreement has been filed by the Issuer with the SEC as Exhibit 99.1 to Form 6-K on January 2, 2025, which is hereby incorporated by reference.

Item 4. Purpose of Transaction

Item 4 is hereby amended and supplemented in its entirety as follows: The Reporting Person acquired beneficial ownership of the Ordinary Shares as described in this Schedule 13D/A for strategic long-term investment purposes. The Reporting Person intends to review their investment in the Issuer on a continuing basis. Each Reporting Person may in the future take such actions with respect to its investment in the Issuer as it deems appropriate, including changing its current intentions, with respect to any or all matters required to be disclosed in this Schedule 13D/A, depending on various factors, including but not limited to the Issuer's business, prospects, financial position and strategic direction, price levels of the ADSs, conditions in the securities markets, and general economic and industry conditions. Consistent with the Reporting Person's investment purposes, the Reporting Person may engage in communications with, without limitation, one or more shareholders of the Issuer, management of the Issuer or one or more members of the board of directors of the Issuer, and may make suggestions concerning the Issuer's operations, prospects, business and financial strategies, strategic direction and transactions, assets and liabilities, business and financing alternatives and such other matters as the Reporting Person may deem relevant to their investment in the Ordinary Shares. The Reporting Person expects that they will, from time to time, review their investment position in the Issuer and may make additional purchases of Ordinary Shares (or other securities convertible or exercisable into Ordinary Shares) in the open market or in privately negotiated transactions, or hold or dispose of all or part of their investments in the Ordinary Shares, depending upon the Reporting Person's evaluation of the Issuer's business, prospects, financial condition and strategic direction, the market for the ADSs, other opportunities available to the Reporting Persons, general economic conditions, stock market conditions and other factors. Except as set forth in this Item 4 or Item 6 below, the Reporting Person has no present plans or proposals that relate to or that would result in any of the actions specified in clauses (a) through (j) of Item 4 of Schedule 13D of the Act.

Item 5. Interest in Securities of the Issuer

(a) The responses of the Reporting Person to Rows (7) through (13), including the footnotes thereto, of the cover pages of this Schedule 13D/A are hereby incorporated by reference in this Item 5. The information set forth in Item 2, 3 and 4 above is hereby incorporated by reference. The aggregate number of ordinary shares beneficially owned by the Reporting Person is 1,101,600,788, including 591,600,788 Class A ordinary shares and 510,000,000 Class B ordinary shares of the Issuer. The Reporting Person's aggregate percentage of beneficial ownership is 51.67%, representing 51.01% of the voting power of the Issuer. Percentage of beneficial ownership of the Reporting Person is based on 2,131,892,484 Ordinary Shares outstanding as of January 2, 2025, including 1,131,892,484 Class A ordinary shares and 1,000,000,000 Class B ordinary shares. Each Class A ordinary share is entitled to one vote and each Class B ordinary share is entitled to one hundred (100) votes on any and all matters submitted for a vote.

(b) The Reporting Persons has sole voting and dispositive power over the ordinary shares of reported in this Schedule 13D.

(c) During the 60 days preceding the filing of this Schedule 13D/A, the Reporting Person and, to its knowledge, none of the director and officer of HPH has not effected any transactions in the Ordinary Shares except as reported herein.

(d) To the best knowledge of the Reporting Person, except for the agreement described in this Schedule 13D/A, no one other than the Reporting Person, or the holders of interests in the Reporting Person, has the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the Ordinary Shares or ADSs.

(e) Not applicable.

Item 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer

Item 6 is hereby amended by incorporating by reference the information set forth in Item 3 above. Except as described above or elsewhere in this Statement or incorporated by reference in this Statement, there are no contracts, arrangements, understandings or relationships (legal or otherwise) among the Reporting Person and between the Reporting Persons and any person with respect to any securities of the Company, including, but not limited to, transfer or voting of any securities, finder's fees, joint ventures, loan or option arrangements, puts or calls, guarantees of profits, division of profits or losses, or the giving or withholding of proxies.

Item 7. Material to be Filed as Exhibits.

Exhibit 1: List of directors and executive officers of Highest Performances Holdings Inc. (filed herewith) Exhibit 2: Share Subscription Agreement made between Highest Performances Holdings Inc. and AIX Inc. (incorporation by reference to Exhibit 10.1 to the Form 6-K of the Issuer filed with the Commission on January 2, 2025)

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Highest Performances Holdings Inc.

Signature: /s/ Yinan Hu

Name/Title: Yinan Hu/Vice-Chairman of the Board, Chief
Executive Officer

Date: 01/06/2025

DIRECTORS AND EXECUTIVE OFFICERS OF HIGHEST PERFORMANCES HOLDINGS INC.

The business address of each of the following directors and executive officers is 61/F, Pearl River Tower, No. 15 West Zhujiang Road, Guangzhou, Guangdong 510623, People's Republic of China.

Name	Citizenship	Position
Hang Suong Nguyen	Vietnam	Chairwoman of the Board
Yinan Hu	PRC	Vice-Chairman of the Board and Chief Executive Officer
Yuanfen Yang	PRC	Chief Financial Officer, Vice President and Head of Finance Department
Yong Ren	PRC	Director
Yingying Li	PRC	Independent Director
Min Zhou	PRC	Independent Director
Zhai Lihong	PRC	Independent Director