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Ficus Technology Holdings Limited
細葉榕科技控股有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8107)

MAJOR TRANSACTION
IN RELATION TO DISPOSAL OF PROPERTY
WRITTEN SHAREHOLDER'S APPROVAL

References are made to (i) the announcement of Ficus Technology Holdings Limited dated 4 July 2025 (the "**Announcement**"), in relation to, among other things, the PSPA, pursuant to which the Vendor, an indirect wholly-owned subsidiary of the Company, has agreed to sell, and the Purchaser, an Independent Third Party, has agreed to purchase, the Property at the Consideration of HK$16,050,000; and (ii) the announcement of the Company dated 25 July 2025 in relation to, among other things, the delay in despatch of the circular in relation to the Disposal (the "**Circular**"). Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

WRITTEN SHAREHOLDER'S APPROVAL

As stated in the Announcement, to the best of the Directors' knowledge, information and belief having made all reasonable enquiries, no Shareholder has a material interest in the Disposal, and therefore none of the Shareholders is required to abstain from voting if the Company were to convene a general meeting for the approval of the Disposal. A written Shareholders' approval (from a Shareholder or a closely allied group of Shareholders who together hold more than 50% of the voting rights at that Shareholders' meeting) may be accepted in lieu of holding a general meeting for the approval of the Disposal pursuant to Rule 19.44 of the GEM Listing Rules.

The Board is pleased to announce that on 31 July 2025 (after trading hours), the Company obtained an irrevocable and unconditional written approval (the "**Written Approval**") for the Disposal in accordance with Rule 19.44 of the GEM Listing Rules from Beaming Elite Holdings Limited, a controlling Shareholder holding an aggregate of 740,480,000 Shares, representing approximately 53.93% of the entire issued share capital of the Company as at the date of this announcement. Accordingly, the Disposal has been approved by the Shareholders by way of written Shareholders' approval in lieu of holding a general meeting pursuant to Rule 19.44 of the GEM Listing Rules.

Subsequent to the Company obtaining the Written Approval, a formal sale and purchase agreement has been entered into by the Vendor and the Purchaser on 31 July 2025 (after trading hours) on terms substantially the same as those of the PSPA. The Completion is currently expected to take place on or before 10 September 2025, or on a date otherwise mutually agreed upon in writing by the Vendor and the Purchaser.

It is expected that the Circular will be despatched on or before 15 August 2025.

By order of the Board
Ficus Technology Holdings Limited
Mr. Chan Ting
Chairman and Executive Director

Hong Kong, 31 July 2025

As at the date of this announcement, the Board comprises (i) two executive Directors, namely, Mr. Chan Ting (Chairman) and Ms. Chan Siu Sarah; and (ii) three independent non-executive Directors, namely Dr. Liu Ta-pei, Ir Prof. Young Andrew Meng Cheung and Mr. Choi Man On.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the "Latest Listed Company Information" page on the website of the Stock Exchange of Hong Kong Limited at www.hkexnews.hk for a minimum period of 7 days from the date of its publication and on the Company's website at www.ficustech.com.