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TAI KAM HOLDINGS LIMITED
泰錦控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8321)

VOLUNTARY ANNOUNCEMENT

POSSIBLE SUBSCRIPTION AND PLACING OF SHARES UNDER SPECIFIC MANDATE

The announcement is made by Tai Kam Holdings Limited (the "**Company**", together with its subsidiaries, the "**Group**") on a voluntary basis to keep its shareholders and potential investors informed of the latest information of the Group.

THE MEMORANDUM OF UNDERSTANDING

The board (the "**Board**") of directors (the "**Director(s)**") of the Company is pleased to announce that on 7 November 2025 (after trading hours), the Company (as issuer) entered into a non-legally binding memorandum of understanding (the "**MOU**") with an independent third party, namely Blue Water Capital Management Limited (as subscriber) (the "**Subscriber**"); and VBG Capital Limited (as placing agent) (the "**Placing Agent**", collectively with the Company and Subscriber as the "**Parties**"). The MOU sets out the intention of, among others, (i) the potential Subscriber to subscribe for 160,000,000 new shares of the Company (the "**Shares**") at a price of HK$0.2 per Share under a specific mandate (representing approximately 29.83% of the enlarged issued share capital of the Company) (the "**Possible Subscription**"); (ii) the Company to place 130,000,000 new Shares at a price of HK$0.2 per Share under a specific mandate through the Placing Agent (representing approximately 24.24% of the enlarged issued share capital of the Company) (the "**Possible Placing**", collectively with the Possible Subscription, the "**Possible Transactions**"); and (iii) the potential Subscriber to be granted the right to nominate Mr. Michael Stockford as a Director.

The terms and conditions thereof are subject to further negotiations among the Parties and the entering into definitive agreements. The new Shares under the Possible Subscription and Possible Placing will be allotted and issued under specific mandate and are subject to the announcement, circular and shareholders' approval and reporting requirements under the Rules Governing the Listing of Securities on GEM.

As at the date of this announcement, no agreements have been entered into among the Parties. Save for certain clauses regarding exclusivity and governing law, the MOU is not legally binding.

REASONS FOR ENTERING INTO THE POSSIBLE TRANSACTIONS

The Group was principally engaged in the provision of site formation works and renovation works in Hong Kong and investment holding.

The Directors are of the view that the Possible Transactions can strengthen the financial position of the Group and finance its working capital needs. The Possible Subscription and Possible Placing also represent good opportunities to broaden the shareholders' base and the capital base of the Company. Furthermore, having the Subscriber, a fund management company, as a shareholder is expected to help the Group diversify its business and investment risks through their advisory and asset management expertise.

The Possible Transactions may or may not proceed to signing or completion. Even if definitive agreements are signed, completion of the Possible Transactions may still be subject to the fulfillment (or, where applicable, waiver) of the conditions precedent contained therein. There is no assurance that the Possible Transactions will materialise or eventually be consummated. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Shares.

By order of the Board
Tai Kam Holdings Limited
Lang Junhao
Chairman and executive Director

Hong Kong, 7 November 2025

As at the date of this announcement, the executive Directors are Mr. Lang Junhao and Mr. Thanakon Kunna; and the independent non-executive Directors are Mr. Lo Chi Yung, Ms. Li Yixuan and Mr. Ngok Ho Wai.

The Directors jointly and severally accept full responsibility for the accuracy of information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

This announcement will remain on the "Latest Listed Company Information" page of the Stock Exchange's website 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.taikamholdings.com.