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DIGITAL INTELLIGENCE HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

UNIVERSE PRINTSHOP HOLDINGS LIMITED
環球印館控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8448)

JOINT ANNOUNCEMENT

(1) CLOSE OF UNCONDITIONAL MANDATORY CASH OFFER BY GEO SECURITIES LIMITED FOR AND ON BEHALF OF THE OFFEROR FOR ALL THE ISSUED SHARES IN UNIVERSE PRINTSHOP HOLDINGS LIMITED (OTHER THAN THOSE SHARES ALREADY OWNED AND/OR AGREED TO BE ACQUIRED BY THE OFFEROR, MR. CHEN AND PARTIES ACTING IN CONCERT WITH ANY OF THEM); (2) RESULTS OF THE OFFER; (3) SETTLEMENT OF THE OFFER; AND (4) PUBLIC FLOAT OF THE COMPANY

Financial adviser to the Offeror

Nuada Limited

Financial adviser to the Company

SORRENTO CAPITAL LIMITED 擎天資本有限公司

Independent financial adviser to the Independent Board Committee

普頓資本有限公司
PROTON CAPITAL LIMITED

Reference is made to the offer document (the "**Offer Document**") issued by Digital Intelligence Holdings Limited (the "**Offeror**") dated 20 March 2026 and the response document issued by Universe Printshop Holdings Limited (the "**Company**") dated 8 April 2026 in relation to, among other things, the unconditional mandatory cash offer by GEO Securities Limited for and on behalf of the Offeror for all the issued Shares in the Company (other than those Shares already owned and/or agreed to be acquired by the Offeror, Mr. Chen and parties acting in concert with any of them). Unless otherwise defined, capitalised terms used in this joint announcement shall have the same meanings as those defined in the Offer Document.

CLOSE OF THE OFFER

The Offeror and the Company jointly announce that the Offer was closed at 4:00 p.m. on Wednesday, 22 April 2026 and was not revised or extended by the Offeror.

RESULTS OF THE OFFER

As at 4:00 p.m. on Wednesday, 22 April 2026, being the latest time and date for the acceptance of the Offer, the Offeror received five (5) valid acceptances in respect of a total of 36,000 Offer Shares under the Offer, representing approximately 0.036% of the issue share capital of the Company as at the date of this joint announcement.

Immediately after the close of Offer, taking into account the five (5) valid acceptances in respect of a total of 36,000 Offer Shares under the Offer as at 4:00 p.m. on Wednesday, 22 April 2026 and subject to the due registration by the Registrar of the transfer of the Offer Shares in respect of which valid acceptances were received, the Offeror, Mr. Chen and parties acting in concert with any of them are interested in an aggregate of 65,446,466 Shares, representing approximately 65.58% of the issued share capital of the Company as at the date of this joint announcement.

SETTLEMENT OF THE OFFER

Based on the five (5) valid acceptance in respect of 36,000 Offer Shares and the Offer Price of HK$0.35 per Offer Share, the total consideration of the Offer is HK$~~12,600.0~~12,600.00.

Remittances in respect of the cash consideration (after deducting the seller's ad valorem stamp duty in respect of acceptances of the Offer) payable for the Offer Shares tendered under the Offer will be despatched to the accepting Independent Shareholders by ordinary post at his/her/its own risk as soon as possible but in any event no later than seven (7) Business Days after the date of receipt of all relevant documents to render such acceptance complete and valid by the Registrar in accordance with the Takeovers Code.

The latest date for posting of remittances in respect of valid acceptance received under the Offer is Monday, 4 May 2026.

SHAREHOLDING STRUCTURE OF THE COMPANY

Immediately after the Completion and before the commencement of the opening for acceptance of the Offer on 20 March 2026, the Offeror, Mr. Chen and parties acting in concert with any of them were interested in 65,410,466 Shares, representing approximately 65.54% of the total issued share capital of the Company.

Immediately after the close of Offer, taking into account the five (5) valid acceptances in respect of a total of 36,000 Offer Shares under the Offer as at 4:00 p.m. on Wednesday, 22 April 2026 and subject to the due registration by the Registrar of the transfer of the Offer Shares in respect of which valid acceptances were received, the Offeror, Mr. Chen and parties acting in concert with any of them are interested in an aggregate of 65,446,466 Shares, representing approximately 65.58% of the issued share capital of the Company as at the date of this joint announcement.

Save as disclosed above, the Offeror, Mr. Chen and parties acting in concert with any of them (i) did not hold, control or direct any Shares or rights over Shares immediately before the commencement of the Offer; (ii) had not acquired or agreed to acquire any Shares or rights over any Shares during the offer period; or (iii) had not borrowed or lent any relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) of the Company during the offer period and up to the date of this joint announcement.

The following table sets out the shareholding structure of the Company (i) immediately after Completion and before the commencement of the opening for acceptance of the Offer; and (ii) immediately after the close of the Offer (assuming that the transfer to the Offeror of those Offer Shares acquired by the Offeror under the Offer has been completed) and as at the date of this joint announcement:

	Immediately after Completion and before the commencement of the opening for acceptance of the Offer		**Immediately after the close of the Offer (assuming that the transfer to the Offeror of the Offer Shares acquired by the Offeror under the Offer has been completed) and as at the date of this joint announcement**	
	Number of Shares	*Approximate percentage of total issued Shares (%)*	*Number of Shares*	*Approximate percentage of total issued Shares (%)*
The Offeror, Mr. Chen and parties acting in concert with any of them				
The Offeror *(Note 1)*	65,410,466	65.54	65,446,466	65.58
The Vendors *(Notes 1, 2 & 3)*				
New Metro	–	–	–	–
Mr. Chau	–	–	–	–
Mr. Hsu	–	–	–	–
Sub-total	65,410,466	65.54	65,446,466	65.58
Public Shareholders	34,389,534	34.46	34,353,534	34.42
Total	**99,800,000**	100.00	**99,800,000**	100.00

Note:

1. Since the Balance of Consideration will be settled after Completion, the Vendors are presumed to be acting in concert with the Offeror under class (9) of the definition of "acting in concert" under the Takeovers Code until full repayment of the Promissory Note by the Offeror.

2. New Metro is beneficially owned as to 85% by Mr. Lam, 10% by Ms. Li Shuang (an executive Director) and 5% by Mr. Kao Jung (an executive Director). Under the SFO, Mr. Lam is deemed to be interested in the 59,335,826 Shares which New Metro beneficially holds immediately before Completion.

3. New Metro, Mr. Lam, Mr. Chau and Mr. Hsu (collectively the "**Concerted Controlling Shareholders**"), entered into a deed of acting in concert undertaking dated 4 April 2022 (the "**Deed of Acting in Concert Undertaking**") around the time of the mandatory unconditional cash offer by New Metro to acquire all the issued Shares (other than those already owned and/or agreed to be acquired by New Metro and parties acting in concert with it) in 2022. Pursuant to the Deed of Acting in Concert Undertaking, each of New Metro, Mr. Lam, Mr. Chau and Mr. Hsu is deemed to be interested in the Shares held by the others. The Concerted Controlling Shareholders are each interested in 65,410,466 Shares immediately before Completion. For details on the background of the Deed of Acting in Concert Undertaking, please refer to the announcement dated 6 April 2022, the composite document dated 27 April 2022 and announcement dated 20 May 2022 jointly issued by the Company and New Metro.

PUBLIC FLOAT OF THE COMPANY

Immediately upon the close of the Offer and as at the date of this joint announcement, subject to the due registration by the Registrar of the transfer of the Offer Shares in respect of which valid acceptances were received, an aggregate of 34,353,534 Shares, representing approximately 34.42% of the issued share capital of the Company as at the date of this joint announcement, are held by the public (within the meaning of the Listing Rules).

Accordingly, as at the date of this joint announcement, the Company continues to satisfy the minimum public float requirement of 25% as set out under Rule 8.08(1)(a) of the Listing Rules.

By order of the board
Digital Intelligence Holdings Limited
Chen Minghui
Sole Director

By order of the Board
Universe Printshop Holdings Limited
Wong Chun Kwok
Executive Director

Hong Kong, 22 April 2026

As at the date of this joint announcement, the executive Directors are Mr. Lam Shing Tai, Ms. Li Shuang, Mr. Kao Jung, Mr. Li Zhenwu and Mr. Wong Chun Kwok and the independent non-executive Directors are Mr. Lau Jing Yeung William, Mr. Ho Kar Ming and Ms. So Shuk Wan.

The Directors jointly and severally accept full responsibility for the accuracy of the information (other than that relating to the Offeror, Mr. Chen and parties acting in concert with any of them (excluding the Vendors)) contained in this joint announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed (other than those expressed by the sole director of the Offeror) in this joint announcement have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

As at the date of this joint announcement, Mr. Chen Minghui is the sole director of the Offeror.

The sole director of the Offeror accepts full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the Group), and confirms, having made all reasonable inquiries, that to the best of his knowledge, opinions expressed in this joint announcement (other than opinions expressed by the Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement the omission of which would make any statement in this joint announcement misleading.

This joint announcement will remain on the "Latest Listed Company Information" page of the website of the Stock Exchange of Hong Kong Limited at www.hkexnews.hk for at least 7 days from the date of its publication and on the website of the Company at www.uprintshop.com.