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PACIFIC LEGEND GROUP LIMITED

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8547)

WINDING UP PETITION

This announcement is made by Pacific Legend Group Limited (the “**Company**”) pursuant to Rule 17.10(2)(a) and Rule 17.27(1)(b) of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”) .

On 12 June 2026, the Company received a winding-up petition against the Company (the “**Petition**”) was filed by the solicitors acting on behalf of Ms. Qin Sixin (the “**Petitioner**”) at the High Court of the Hong Kong Special Administrative Region (the “**High Court**”), on the basis of the alleged failure of the Company to settle the outstanding debt owed and interest accrued in the sum of approximately HK\$9.2 million.

In the Petition, the Petitioner presented the Petition to the Company on 29 September 2025 requesting payment of approximately HK\$9.13 million plus interest incurred. It further alleged that the Company should be wound up by the High Court under the provisions of the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong) (the “**Companies Winding Up Ordinance**”). The Company denies the claim as alleged and will contest the matter vigorously, contesting inter alia that the debt is owed by a subsidiary of the Company.

The High Court has set the hearing date for the Petition on 17 August 2026.

EFFECT OF THE PETITION

The filing of the Petition does not represent the successful winding-up of the Company by the Petitioner. No winding-up order has been granted by the High Court to wind up the Company as at the date of this announcement.

In accordance with section 182 of the Companies Winding Up Ordinance, if the Company is ultimately wound up as a result of the Petition, any disposition of the property directly held by the Company (for the avoidance of doubt excluding property owned by subsidiaries of the Company), including things in action, and any transfer of shares, or alteration in the status of the members of the Company, after the commencement date of the winding-up, namely the date of the presentation of the Petition (that is, 12 June 2026) (the “**Commencement Date**”), will be void unless a validation order is obtained from the High Court. Any disposition made on or after the Commencement Date will not be affected if the Petition is subsequently struck out, dismissed or permanently stayed.

Given the effect of section 182 of the Companies Winding Up Ordinance, the transfer of the shares in the Company made on or after the Commencement Date would be void, absent the validation order from the High Court, if the Company is ultimately wound up as a result of the Petition.

Pursuant to the circular (the “**HKSCC Circular**”) dated 28 December 2016 issued by Hong Kong Securities Clearing Company Limited (“**HKSCC**”) in relation to the transfer of the shares of listed issuers after a winding-up petition has been presented, HKSCC may, at any time, and without notice, exercise its powers under the General Rules of CCASS to temporarily suspend any of its services in respect of shares of the Company for participant(s) who conduct share transfers through HKSCC (“**Participant(s)**”). This may include the suspension of acceptance of deposits of share certificates of the Company into CCASS. The share certificates of the Company received by HKSCC but not re-registered in HKSCC Nominee Limited’s name will be returned to the relevant Participant. HKSCC shall reserve the right to reverse any credit granted to such Participant by debiting the relevant securities from its CCASS account. These measures would generally cease to apply from the date when the Petition has been dismissed or permanently stayed, or the Company has obtained the necessary validation order from the High Court.

Pursuant to the HKSCC Circular, settlement instructions that involve only the transfer of beneficial interests between Participants within CCASS are unlikely to be affected. When in doubt, shareholders and other investors are advised to seek professional advice from their own professional or financial advisors.

ACTIONS TO BE TAKEN BY THE COMPANY

The Company will actively negotiate with the Petitioner on a practicable settlement plan. In addition, the Company will consider if it is necessary to apply to the High Court for a validation order at a later stage after taking into account of the status of the Petition and will seek legal advices and take all necessary actions to protect its legal rights.

The Company will keep its shareholders and investors informed of any significant development and further announcement will be made by the Company as and when appropriate.

Shareholders and potential investors of the Company should exercise caution when dealing in the securities of the Company.

By order of the Board of
Pacific Legend Group Limited
Wong Wing Man
Chairperson and Executive Director

Hong Kong, 16 July 2026

As at the date of this announcement, the Board comprises Ms. Wong Wing Man, Mr. Wong Sui Chi and Mr. Law Sai Kit as executive Directors; and Mr. So Alan Wai Shing, Mr. Lee Kwong Ming and Mr. Chan Kin Sun as independent non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purposes 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, (i) the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; (ii) there are no other matters the omission of which would make any statement herein or this announcement misleading; and (iii) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

This announcement will remain on the “Latest Listed Company Information” page of the website of the Stock Exchange at www.hkexnews.hk for at least seven days from the day of its posting. This announcement will also be published on the Company’s website at www.pacificlegendgroup.com.