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PACIFIC LEGEND GROUP LIMITED

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8547)

VOLUNTARY ANNOUNCEMENT MEMORANDUM OF UNDERSTANDING IN RELATION TO POSSIBLE ISSUE OF CONVERTIBLE BONDS

This announcement is made by Pacific Legend Group Limited (the “**Company**”, together with its subsidiaries as the “**Group**”) on a voluntary basis.

THE MOU

On 7 October 2026, the Company entered into the non-legally binding memorandum of understanding (the “**MOU**”) with a company listed on the main board of the Stock Exchange of Hong Kong Limited (the “**Potential Subscriber**”). The terms of the MOU are summarised as below:

Date: 7 October 2026

Parties: (1) the Company (as the issuer); and
(2) the Potential Subscriber.

The Potential Subscriber is an investment holding company and listed on the main board of the Stock Exchange of Hong Kong Limited.

POSSIBLE CB ISSUE

Pursuant to the MOU, the Company will seek to enter into a subscription agreement with the Potential Subscriber (or its affiliate), subject to further negotiation on the terms and conditions, pursuant to which the Company shall issue, and the Potential Subscriber (or its affiliate) shall subscribe for convertible bonds in the principal amount of HK\$33.0 million, convertible into ordinary shares of the Company (the “**Possible CB Issue**”).

If the Possible CB Issue materializes and the Conversion Shares will be allotted and issued under specific mandate, it will be subject to the approval by the shareholders of the Company (the “**Shareholders**”) by way of poll at an extraordinary general meeting under the Rules Governing the Listing of Securities on GEM of the Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”). The Company will make further announcement(s) in respect to the Possible CB Issue in accordance with the GEM Listing Rules and other applicable laws and regulations as and when a legally binding agreement in relation to the Possible CB Issue is entered into.

REASONS FOR AND BENEFITS OF THE POSSIBLE CB ISSUE

The Group has been actively mitigating and managing its liquidity pressure. The directors of the Company (the “**Directors**”) consider that the raising of funds through the Possible CB Issue will allow the Group to strengthen its financial position to meet its working capital requirements, satisfy its financial obligations as they fall due and finance future acquisition/business opportunities of the Company. This, in turn, will strengthen the Group’s capital structure and liquidity position and support its sustainable business operations and development.

The Board wishes to emphasise that as at the date of this announcement, the Company and the Potential Subscriber have not yet entered into any legally binding agreement in relation to the Possible CB Issue. Shareholders and potential investors of the Company who intend to deal in the securities of the Company should note that the proposed Possible CB Issue may or may not proceed and therefore are advised to exercise caution when dealing in the securities of the Company. Further announcement(s) in respect of the Possible CB Issue will be made by the Company as and when appropriate in accordance with the Listing Rules.

CONTINUED SUSPENSION OF TRADING OF SHARES

At the request of the Company, trading in the shares of the Company on the Stock Exchange of Hong Kong Limited has been suspended with effect from 9:00 a.m. on Friday, 2 October 2026 and will remain suspended until further notice.

Shareholders and potential investors should accordingly 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, 7 October 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 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, (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.