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AMASSE CAPITAL
寶 積 資 本

Amasse Capital Holdings Limited
寶積資本控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8168)

RESUMPTION GUIDANCE AND CONTINUED SUSPENSION OF TRADING

This announcement is made by Amasse Capital Holdings Limited (the "**Company**") pursuant to Rule 17.10(2)(a) of the Rules Governing the Listing of Securities on the GEM (the "**GEM Listing Rules**") of The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") and the Inside Information Provisions (as defined under the GEM Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to (i) the announcement of the Company dated 6 September 2026 in relation to the removal of executive director and chief executive officer and suspension in trading of shares; and (ii) the announcements of the Company dated 25 September 2026 and 16 October 2026 in relation to independent investigation committee (collectively, the "**Announcements**"). Unless otherwise specified, capitalised terms used in this announcement shall have the same meaning as defined in the Announcements.

BACKGROUND

As disclosed in the announcement of the Company dated 6 September 2026, Mr. Xie Lei was removed as an executive Director and chief executive officer of the Company and director of certain subsidiaries. The Removal was attributable to the breach of fiduciary duties of Mr. Xie Lei in relation to:

(i) his attempts to freeze several bank accounts of the Group without the authorization of the Board;

(ii) his acts in causing the Group to entering into the Lease Agreement relating to the Branch Office Establishment in Beijing, the People's Republic of China without the authorization of the Board;

(iii) his failure to provide a valid business proposal nor financial statements relating to the Branch Office Establishment;

(iv) the suspected non-compliance on his part on the Disposal relating to sale of certain equity in a subsidiary of the Company to a secretary of Mr. Xie; and

(v) suspected misappropriation of funds of the Group caused by his son (namely Mr. Xie Xudong)

(collectively, the "**Unauthorised Events**").

Based on the information currently available to the Company, the Company has also identified a separate matter concerning the payment of funds of approximately HK$12 million relating to the agricultural trading business conducted through the Group's subsidiaries (including Xinhui Dongjia Agricultural Science and Technology Co., Limited, a subsidiary of the Company, and its subsidiaries and fellow subsidiaries (collectively, "**Xinhui Dongjia**")). As at the date of this announcement, Mr. Wen Wenya, a former director of Xinhui Dongjia Agricultural Science and Technology Co., Limited and the person in charge of the agricultural trading business, has not provided the Company with the relevant receipts or management accounts. As a result, the Company has been unable to verify how such funds were applied.

RESUMPTION GUIDANCE

On 22 October 2026, the Company received a letter from the Stock Exchange setting out the following guidance for the resumption of trading in the Company's shares (the "**Resumption Guidance**"):

(a) engage an independent investigator to conduct an appropriate independent forensic investigation into the Unauthorised Events, the matters involving Xinhui Dongjia and any other transactions or events of a similar nature or giving rise to similar concerns, assess the impact on the Company's business operations and financial position, announce the findings and take appropriate remedial actions;

(b) demonstrate that there is no reasonable regulatory concern about the integrity, competence and/or character of the Group's management and/or any persons with substantial influence over the Company's management and operations, which may pose a risk to investors or damage market confidence;

(c) engage an independent internal control consultant to conduct an independent internal control review and demonstrate that (i) the material deficiencies identified in relation to the trading suspension have been rectified and all necessary remedial measures have been properly implemented; and (ii) the internal controls of the Company are adequate and effective to serve their purposes and enable the Company to comply with the GEM Listing Rules and other legal and regulatory requirements, including but not limited to financial reporting, disclosure and compliance relating to notifiable and connected transactions, and disclosure of inside information; and

(d) inform the market of all material information for the Company's shareholders and other investors to appraise the Company's position.

The Company must meet all Resumption Guidance, remedy the issues causing its trading suspension and fully comply with the GEM Listing Rules to the Stock Exchange's satisfaction before trading in its securities is allowed to resume. For this purpose, the Company has the primary responsibility to devise its action plan for resumption. The Stock Exchange may modify or supplement if the Company's situation changes.

Under Rule 9.14A(1) of the GEM Listing Rules, the Stock Exchange may cancel the listing of any securities that have been suspended from trading for a continuous period of 12 months. In the case of the Company, the 12-month period expires on 6 September 2027. If the Company fails to remedy the issues causing its trading suspension, fulfill the resumption guidance and fully comply with the GEM Listing Rules to the Stock Exchange's satisfaction and resume trading in its shares by 6 September 2027, the Listing Division will recommend the Listing Committee to proceed with the cancellation of the Company's listing. Under Rules 9.01, 9.04, 9.14 and 9.15 of the GEM Listing Rules, the Stock Exchange also has the right to impose a shorter specific remedial period or to cancel the listing of the Company immediately, where appropriate.

The Company will announce quarterly updates on its developments under Rule 17.26A of the GEM Listing Rules until resumption or cancellation of listing (whichever is earlier).

CONTINUED SUSPENSION IN TRADING OF SHARES

At the request of the Company, trading in the Company's shares on the Stock Exchange has been suspended with effect from 9:00 a.m. on 7 September 2026, pending the release of an announcement setting out all the relevant and material information relating to the Unauthorised Events. The suspension will remain in force until further notice.

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

By order of the Board
Amasse Capital Holdings Limited
Wu Peisheng
Executive Director

Hong Kong, 26 October 2026

As at the date of this announcement, the executive Directors are Mr. Wu Peisheng, Mr. Chan Wai Kit, and Ms. Jiang Dandan; and the independent non-executive Directors are Mr. Song Kunxiang, Mr. Chan Tsang Mo and Mr. Wu Jiaqi.

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, 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 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 the Company website at www.amasse.com.hk.