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VISTAR HOLDINGS LIMITED
熒德控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8535)

APPOINTMENT OF INDEPENDENT FINANCIAL ADVISER

This announcement is made by Vistar Holdings Limited (the "**Company**") pursuant to Rule 2.1 of the Takeovers Code.

Reference is made to the announcement jointly issued by Mr. Zeng Kai (the "**Offeror**") and the Company dated 2 November 2026 (the "**Joint Announcement**") in relation to, amongst others, the unconditional mandatory cash offer by Advent Securities (Hong Kong) Limited for and on behalf of the Offeror to acquire all the issued shares in the Company (other than those already owned and/or agreed to be acquired by the Offeror's Concert Group). Unless the context requires otherwise, terms defined in the Joint Announcement have the same meanings when used herein.

The Board announces that Messis Capital Limited, a corporation licensed to carry out Type 1 (dealing in securities) and Type 6 (advising on corporate finance) regulated activities under the SFO, has been appointed as the Independent Financial Adviser to advise the Independent Board Committee in respect of the Offer. Such appointment has been approved by the Independent Board Committee pursuant to Rule 2.1 of the Takeovers Code.

The letter of advice from Messis Capital Limited and the recommendations to the Independent Board Committee in respect of the Offer will be included in the Composite Document to be jointly despatched by the Offeror and the Company to the Shareholders in accordance with the requirements of the Takeovers Code.

WARNING

Shareholders and potential investors are reminded to monitor the announcements to be made by the Company or jointly by the Offeror and the Company in respect of the progress of the Offer and are advised to exercise caution when dealing in the securities of the Company. If the Shareholders and potential investors are in any doubt about their position, they should consult their professional advisers.

By Order of the Board
Vistar Holdings Limited
POON Ken Ching Keung
Chairman and Chief Executive Officer

Hong Kong, 9 November 2026

As at the date of this announcement, the Board comprises Mr. POON Ken Ching Keung (Chairman), Mr. NG Kwok Wai and Ms. LEE To Yin as executive Directors; Ms. POON Kam Yee Odilia as non-executive Director; and Mr. YUNG Chung Hing, Mr. LAM Chung Wai and Mr. CHAN Shu Yan Stephen 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 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 a minimum period of 7 days from the date of its publication and on the Company's website at www.vistarholdings.com.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement, and confirm, having made all reasonable enquiries, that to the best of their knowledge, information and belief, 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 render any statement contained in this announcement misleading.