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EFT Solutions Holdings Limited
俊盟國際控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8062)

DISCLOSEABLE TRANSACTION
MASTER LEASING FRAMEWORK AGREEMENT

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On 11 November 2026, after trading hours, the Company entered into the Master Leasing Framework Agreement with the Lessee, pursuant to which, the Group agreed to lease EFT-POS terminals to the Lessee subject to a maximum aggregate annual consideration payable of HK$20,000,000 during the period from 11 November 2026 to 10 November 2029.

IMPLICATIONS UNDER THE GEM LISTING RULES

As one or more of the applicable percentage ratios calculated in accordance with Rule 19.07 of the GEM Listing Rules in respect of the maximum aggregate annual consideration payable under the Agreement are 5% or more but all are less than 25%, the entering into of the Agreement constitutes a discloseable transaction of the Company under Chapter 19 of the GEM Listing Rules and is therefore subject to announcement and notification requirements under the GEM Listing Rules.

The Company has considered the transactions under the Agreement on an aggregated basis pursuant to Rules 19.22 and 19.23 of the GEM Listing Rules, as they are entered into under one framework agreement with the same counterparty.

THE MASTER LEASING FRAMEWORK AGREEMENT

On 11 November 2026, after trading hours, the Company, being the Lessor, entered into the Master Leasing Framework Agreement with Lessee, pursuant to which, the Group agreed to lease EFT-POS terminals to Lessee subject to a maximum aggregate annual consideration payable of HK$20,000,000 during the period from 11 November 2026 to 10 November 2029.

The principal terms of the Master Leasing Framework Agreement are summarised as follows:

Date:	11 November 2026
Parties:	(1) the Company, as the Lessor; (2) Gini Payment Solutions Pte. Ltd., as the Lessee
Term:	From 11 November 2026 to 10 November 2029, both days inclusive (the "**Term**").
Transactions:	Pursuant to the Agreement, the Group will provide leasing services to the Lessee. The scope and extent of the leasing services to be provided are not fixed but will be determined and agreed between the parties from time to time. The Group will not be obligated to lease a minimum number of EFT-POS terminals to the Lessee, and the Lessee will not be obligated to rent any set quantity of EFT-POS terminals from the Group during the term of the Agreement. The actual quantity, specifications, and rental fees of EFT-POS terminals to be leased under the Master Leasing Framework Agreement will be subject to individual leasing orders placed by the Lessee with the Group.
Products to be leased:	The assets to be leased to the Lessee from the Group consist of different brands and specifications of EFT-POS terminals with relevant software solution service (if any).
Lessee period:	Ranging from 12 to 36 months
Maximum aggregate annual consideration payable:	The maximum aggregate amount payable by the Lessee to the Group under this Agreement and the individual lease agreements in any year of the Term shall not exceed HK$20,000,000 comprising lease principal, lease interest and software solution service fees but excluding value-added taxes and any the nominal repurchase consideration payable upon the exercise of a repurchase option. Such amount was determined with reference to the internal projection of the Lessee to be made having regard to its business plan and anticipated demand on the rental services of such EFT-POS terminals for each year during the Term.

Pricing policy and payment:	The rental charged by the Group for EFT-POS terminals to be leased to Lessee shall be negotiated on an arm's length basis from time to time between the Lessee and the Group, taking into account the following factors: i. the model and cost of EFT-POS terminals, delivery and specifications required of the Lessee; and ii. number of terminals ordered and lot sizes and reasonable profit/rate of return. Rental (including the lease principal and lease interest components) and payment terms for each specific lease transaction shall be agreed by the parties in a separate lease agreement.
Rental and Method of Payment:	The consideration shall be paid in USD by the Lessee to the Lessor on a monthly basis in instalments during the lease period.
Financing amount:	Up to 85% of the asset value of the relevant leased asset
Deposit:	Not less than 15% of the asset value of the relevant leased asset
Legal title of the leased assets and repurchase:	During the term of the lease operated under the Agreement, the legal title of the leased assets remains vested in the Group. Upon expiry of such lease period, the Lessee may at its option to repurchase all the leased assets together with the corresponding legal titles from the Group at a nominal price of not less than USD10 per terminal.
Termination:	The Lessee may terminate the lease in the lease period provided that all outstanding amounts due thereunder and a compensation equivalent to 20% of the total outstanding lease interest amount as at the time of early termination have been settled.

INFORMATION OF THE GROUP AND THE LESSEE

The Group is principally engaged in the provision of EFT-POS solutions focusing on providing EFT-POS terminals and peripheral device sourcing, EFT-POS system support services and software solution services.

The Lessee is mainly engaged in the sale and rental of EFT-POS terminals and peripheral device business in Vietnam and Singapore. The Lessee also provides payment solutions for banks and finance organizations of all sizes.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, the Lessee and its ultimate beneficial owner(s) are third parties independent of the Company and its connected persons (as defined under the Listing Rules).

REASONS FOR AND BENEFITS OF THE AGREEMENT

In line with the Group's strategic direction to diversify its revenue streams, the entering into of the Agreement enables the Group to diversify its source of revenue. The Directors believe that this initiative will allow the Group to broaden its operational scope, enhance capital efficiency, and build a sustainable recurring revenue base.

The Agreement provide a framework for the leasing service to be provided by the Company from time to time on a non-exclusive basis during the Term and regulate the business relationship between the Company and the Lessee in relation to the transactions thereunder. Furthermore, it provides flexibility to the Group without imposing any binding minimum supply or commitments on either party, thereby allowing the Group to optimize its resources while mitigating operational and liquidity risks. Therefore, the Directors (including the independent non-executive Directors) consider that the terms of the Agreement and the transactions contemplated thereunder are on normal commercial terms and are fair and reasonable and in the interests of the Company and its Shareholders as a whole.

BOOK VALUE AND FINANCIAL INFORMATION OF THE LEASED ASSETS

As at the date of this announcement, the aggregate net book value of the EFT-POS terminals expected to be leased under the Agreement will not exceed HK$20,000,000. No independent valuation of the leased assets has been made.

As the leased assets will subject to individual leasing orders placed by the Lessee with the Group, and as at date of this announcement, no leasing orders have been placed. The EFT-POS terminals expected to be leased have not yet been acquired by the Group.

IMPLICATIONS UNDER THE GEM LISTING RULES

As one or more of the applicable percentage ratios calculated in accordance with Rule 19.07 of the GEM Listing Rules in respect of the maximum aggregate annual consideration payable under the Agreement are 5% or more but all are less than 25%, the entering into of the Agreement constitutes a discloseable transaction of the Company under Chapter 19 of the GEM Listing Rules and is therefore subject to announcement and notification requirements under the GEM Listing Rules.

The Company has considered the transactions under the Agreement on an aggregated basis pursuant to Rules 19.22 and 19.23 of the GEM Listing Rules, as they are entered into under one framework agreement with the same counterparty.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions shall have the following respective meanings.

"Agreement"	means the master leasing framework agreement dated 11 November 2026 entered into between the Lessor and the Lessee
"Board"	the board of Directors
"Company" or "Lessor"	EFT Solutions Holdings Limited, a company incorporated in the Cayman Islands with limited liability, whose Shares are listed on GEM
"connected person"	has the meaning ascribed to it in the GEM Listing Rules
"Director(s)"	means the directors of the Company
"EFT-POS terminal(s)"	means electronic fund transfer at point-of-sale terminal(s)
"GEM"	GEM operated by the Stock Exchange
"GEM Listing Rules"	the Rules Governing the Listing of Securities on GEM of the Stock Exchange
"Group"	the Company and its subsidiaries
"HK$"	Hong Kong dollar, the lawful currency of Hong Kong
"Hong Kong"	the Hong Kong Special Administrative Region of the People's Republic of China
"Lessee"	means Gini Payment Solutions Pte. Ltd, a company incorporated in Singapore with limited liability and as at the date of this announcement is owned as to 100% by Ms. Vo Thi Nhat Ha
"Share(s)"	means ordinary share(s) of par value of HK$0.01 each in the share capital of the Company
"Shareholder(s)"	holder(s) of Share(s) in issue

"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"%"	per cent.

By Order of the Board
EFT Solutions Holdings Limited
Lo Chun Kit Andrew
Chairman and Chief Executive Officer

Hong Kong, 11 November 2026

As of the date of this announcement, the Board comprises the executive Director Mr. Lo Chun Kit Andrew; the non-executive Directors Ms. Lam Ching Man and Mr. Lui Hin Weng Samuel; and the independent non-executive Directors Mr. Chow Ka Wo Alex, Mr. Wong Ping Yiu and Ms. Cheng Wai Sin.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange 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 Stock Exchange's website at www.hkexnews.hk on the "Latest Company Announcements" page for at least seven days from the date of its posting and be posted on the website of the Company at www.eftsolutions.com.