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## **PICO FAR EAST HOLDINGS LIMITED**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 752)**

### **PROFIT GUARANTEE IN RELATION TO THE ACQUISITION OF LOCAL PROJECTS, LLC**

This announcement is made by Pico Far East Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 14.36B(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) to inform the shareholders and potential investors of the Company about the latest updates of the adjustment of the consideration in relation to the acquisition of Local Projects, LLC (“**Local Projects**”).

References are made to the announcement of the Company dated 4 March 2019 in relation to the discloseable transaction of the acquisition of Local Projects (the “**Announcement**”), the voluntary announcement of the Company dated 1 September 2021 in relation to the updates of the adjustment of the consideration for certain acquisitions and the announcement of the Company dated 25 January 2022 pertaining to the profit guarantee in relation to the acquisition of Local Projects (the “**Performance Announcement**”). Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Announcement and the Performance Announcement.

#### ***Holdback Consideration***

The Statement Review Procedure has been completed on 24 May 2022. The Transaction EBITDA has been determined in accordance with the terms of the Purchase Agreement which in turn determined that the Holdback Consideration did not materialise. Accordingly, no Holdback Consideration will be payable for the 2020/2021 Fiscal Year, being the final payment installment of the Holdback Consideration under the Purchase Agreement.

### ***Earn-Out Consideration***

On 24 May 2022, the remaining Earn-Out Consideration has been fixed at zero in accordance with the terms of the Purchase Agreement. As such, there is no further Earn-Out Consideration to be paid under the Purchase Agreement.

All payments in respect of the Acquisition have been fixed and save as disclosed above, there is no other information relating to the acquisition of Local Projects which needs to be disclosed under Rule 14.36B(2) of the Listing Rules.

By Order of the Board  
**Pico Far East Holdings Limited**  
**Lawrence Chia Song Huat**  
*Chairman*

Hong Kong, 24 May 2022

*As at the date of this announcement, the executive directors of the Company are Mr. Lawrence Chia Song Huat, Ms. Jean Chia Yuan Jiun and Mr. Mok Pui Keung; the independent non-executive directors are Mr. Gregory Robert Scott Crichton, Mr. James Patrick Cunningham, Mr. Frank Lee Kee Wai and Mr. Charlie Yucheng Shi.*