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SKY LIGHT HOLDINGS LIMITED
天彩控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 3882)

DISCLOSEABLE TRANSACTION IN RELATION TO SHARE CAPITAL OF JSC

CAPITAL INJECTION

The Board is pleased to announce that on 7 July 2025, SL Vietnam, an indirect non wholly-owned subsidiary of the Company, entered into the Capital Injection Agreement with JSC, whereby SL Vietnam agreed to subscribe for, and JSC agreed to allot and issue the New Shares, representing (i) 26.89% of the total issued share capital of JSC as at the date of this announcement; and (ii) 21.19% of the total issued share capital of JSC after the Capital Injection Completion, at the Aggregate Subscription Price of US$1,000,000 (equivalent to approximately HK$7,800,000) as the general working capital of JSC.

LOAN CAPITALISATION

The Board is pleased to announce that on 16 July 2025 (after trading hours), SL Imaging, an indirect wholly-owned subsidiary of the Company, entered into the Loan Capitalisation Agreement with JSC, whereby SL Imaging agreed to subscribe for, and the JSC agreed to allot and issue the Capitalisation Shares, representing (i) 54.38% of the total issued share capital of JSC as at the date of this announcement; and (ii) 30.00% of the total issued share capital of JSC after the Capital Injection Completion and the Capitalisation Completion, at the Aggregate Issue Price of US$11,000,000 (equivalent to approximately HK$85,800,000), for the capitalisation of the outstanding principal amount of the Loan due by JSC to SL Imaging.

ACQUISITION

The Board is pleased to announce that following the Capital Injection Completion and the Capitalisation Completion, SL Vietnam, an indirect non wholly-owned subsidiary of the Company, will enter into the Sale and Purchase Agreement with the Vendor (being a joint venture partner of JSC) and JSC, whereby the Vendor will agree to sell, and SL Vietnam will agree to purchase, the Sale Shares, representing (i) 25.31% of the total issued share capital of JSC as at the date of this announcement; and (ii) 13.96% of the total issued share capital of JSC after the Capital Injection Completion and the Capitalisation Completion, at a consideration of US$100,000 (equivalent to approximately HK$780,000).

As at the date of this announcement, the Group holds 73.70% of the total issued share capital of JSC through SL Vietnam. Following the Capital Injection Completion, the Capitalisation Completion and the Acquisition Completion, the Group will hold 99.45% of the total issued share capital of JSC, via SL Vietnam holding 69.45% and SL Imaging holding 30.00%, respectively.

LISTING RULES IMPLICATIONS

Capital Injection

As none of the applicable percentage ratios in respect of the Capital Injection exceeds 5%, the Capital Injection will not constitute a notifiable transaction for the Company under Chapter 14 of the Listing Rules. Please refer to the sub-section headed "Aggregation of the Capital Injection and Loan Capitalisation" below.

Loan Capitalisation

As one or more of the applicable percentage ratios in relation to the Loan Capitalisation exceeds 5% but is less than 25%, the Loan Capitalisation constitutes a discloseable transaction for the Company under Chapter 14 of the Listing Rules and it is only subject to the reporting and announcement requirements but is exempt from the shareholders' approval requirement under Chapter 14 of the Listing Rules. Please refer to the sub-section headed "Aggregation of the Capital Injection and Loan Capitalisation" below.

Aggregation of the Capital Injection and the Loan Capitalisation

The Capital Injection and the Loan Capitalisation will be completed within a 12-month period and should be aggregated in accordance with Rule 14.22 of the Listing Rules. As one or more of the applicable percentage ratios in relation to the aggregated transaction values exceeds 5% but all are below 25%, each of the Capital Injection and the Loan Capitalisation constitutes a discloseable transaction for the Company under Chapter 14 of the Listing Rules and it is only subject to the reporting and announcement requirements but is exempt from the shareholders' approval requirement under Chapter 14 of the Listing Rules.

Acquisition

JSC is a non wholly-owned subsidiary of the Company. The Vendor holds (i) 25.31% of the total issued share capital of JSC as at the date of this announcement; and (ii) 13.96% of the total issued share capital of JSC after the Capital Injection Completion and the Capitalisation Completion and thus a substantial shareholder of JSC, and therefore a connected person of the Company under the Listing Rules. The Acquisition constitutes a connected transaction for the Company under Chapter 14A of the Listing Rules.

As all the applicable percentage ratios in respect of the Acquisition are less than 5% and the consideration is less than HK$3,000,000, the Acquisition is a fully exempt connected transaction under Rule 14A.76(1) of the Listing Rules and is exempt from the reporting and announcement requirements and the independent shareholders' approval requirement under Chapter 14A of Listing Rules.

CAPITAL INJECTION

The Board is pleased to announce that on 7 July 2025, SL Vietnam, an indirect non wholly-owned subsidiary of the Company, entered into the Capital Injection Agreement with JSC, whereby SL Vietnam agreed to subscribe for, and the JSC agreed to allot and issue the New Shares, representing (i) 26.89% of the total issued share capital of JSC as at the date of this announcement; and (ii) 21.19% of the total issued share capital of JSC after the Capital Injection Completion, at the Aggregate Subscription Price of US$1,000,000 (equivalent to approximately HK$7,800,000) as the general working capital of JSC.

The Capital Injection Agreement

The principal terms of the Capital Injection Agreement are set out below:

Date

7 July 2025

Parties

(a) SL Vietnam, an indirect non wholly-owned subsidiary of the Company; and

(b) JSC, an indirect non wholly-owned subsidiary of the Company, which is owned as to 73.70%, 25.31% and 0.99% by SL Vietnam, the Vendor and an Independent Third Party, respectively, as at the date of this announcement.

New Shares

SL Vietnam agreed to subscribe for, and JSC agreed to allot and issue the New Shares at the Aggregate Subscription Price of US$1,000,000 (equivalent to approximately HK$7,800,000).

The consideration for the allotment and issue of the New Shares of US$1,000,000 (equivalent to approximately HK$7,800,000) will be settled in cash by SL Vietnam at the date of the Capital Injection Completion as the general working capital of JSC.

The New Shares represent (i) approximately 26.89% of the total issued share capital of JSC as at the date of this announcement; and (ii) approximately 21.19% of the total issued share capital of JSC after the Capital Injection Completion.

Subscription Price

The Aggregate Subscription Price of US$1,000,000 (equivalent to approximately HK$7,800,000) for the New Shares was arrived at after arm's length negotiation between SL Vietnam and JSC with reference to (i) the ability of JSC to generate extra cashflow from its future business operation to repay the outstanding principal amount of the Loan in the amount of approximately US$11,000,000 (equivalent to approximately HK$85,800,000) due by JSC to SL Imaging as at the date of this announcement; (ii) the improvement of the gearing ratio and the broadening of the capital base of JSC as set out under the section headed "Reasons for and benefits of the Capital Injection and the Loan Capitalisation" below; and (iii) the financial status of JSC as set out under the section headed "Information on the Parties – JSC" below.

The Directors (including the independent non-executive Directors) consider that the Aggregate Subscription Price of US$1,000,000 (equivalent to approximately HK$7,800,000) and the terms of the Capital Injection Agreement are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

Completion

The Capital Injection Completion will take place before the Capitalisation Completion and no later than 31 July 2025, or such other date as may be agreed between SL Vietnam and JSC in writing.

After the Capital Injection Completion, the Group's shareholding interest in JSC will be increased from 73.70% to 79.27%, through SL Vietnam.

Ranking of the New Shares

The New Shares, when allotted and issued, shall rank *pari passu* in all respects with the existing JSC Shares in issue at the date of allotment and issue of the New Shares.

LOAN CAPITALISATION

The Board is pleased to announce that on 16 July 2025 (after trading hours), SL Imaging, an indirect wholly-owned subsidiary of the Company, entered into the Loan Capitalisation Agreement with JSC, whereby SL Imaging agreed to subscribe for, and the JSC agreed to allot and issue the Capitalisation Shares, representing (i) 54.38% of the total issued share capital of JSC as at the date of this announcement; and (ii) 30.00% of the total issued share capital of JSC after the Capital Injection Completion and the Capitalisation Completion, at the Aggregate Issue Price of US$11,000,000 (equivalent to approximately HK$85,800,000), for the capitalisation of the outstanding principal amount of the Loan due by JSC to SL Imaging.

The Loan Capitalisation Agreement

The principal terms of the Loan Capitalisation Agreement are set out below:

Date

16 July 2025

Parties

(a) SL Imaging, an indirect wholly-owned subsidiary of the Company; and

(b) JSC, an indirect non wholly-owned subsidiary of the Company, which is owned as to 73.70%, 25.31% and 0.99% by SL Vietnam, the Vendor and an Independent Third Party, respectively, as at the date of this announcement.

Capitalisation Shares

SL Imaging agreed to subscribe for, and JSC agreed to allot and issue the Capitalisation Shares at the Aggregate Issue Price of US$11,000,000 (equivalent to approximately HK$85,800,000), for the capitalisation of the outstanding principal amount of the Loan due by JSC to SL Imaging.

The consideration for the allotment and issue of the Capitalisation Shares of US$11,000,000 (equivalent to approximately HK$85,800,000) will be settled by way of the capitalisation of the outstanding principal amount of the Loan in the amount of US$11,000,000 (equivalent to approximately HK$85,800,000) due by JSC to SL Imaging at the date of the Capitalisation Completion. As at the date of this announcement, the outstanding principal amount of the Loan is approximately US$11,000,000 (equivalent to approximately HK$85,800,000).

The Capitalisation Shares represent (i) approximately 54.38% of the total issued share capital of JSC as at the date of this announcement; and (ii) approximately 30.00% of the total issued share capital of JSC after the Capital Injection Completion and the Capitalisation Completion.

Issue Price

The Aggregate Issue Price of US$11,000,000 (equivalent to approximately HK$85,800,000) for the Capitalisation Shares was arrived at after arm's length negotiation between SL Imaging and JSC with reference to (i) the ability of JSC to generate extra cashflow from its future business operation to repay the outstanding principal amount of the Loan in the amount of approximately US$11,000,000 (equivalent to approximately HK$85,800,000) due by JSC to SL Imaging as at the date of this announcement; (ii) the improvement of the gearing ratio and the broadening of the capital base of JSC as set out under the section headed "Reasons for and benefits of the Capital Injection and the Loan Capitalisation" below; and (iii) the financial status of JSC as set out under the section headed "Information on the Parties – JSC" below.

The Directors (including the independent non-executive Directors) consider that the Aggregate Issue Price and the terms of the Loan Capitalisation Agreement are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

Completion

The Capitalisation Completion will take place after the Capital Injection Completion and on or before 31 August 2025, or such other date as may be agreed between SL Imaging and JSC in writing.

After the Capital Injection Completion and the Capitalisation Completion, the Group's shareholding interest in JSC will be increased from 73.70% to 85.49%, via SL Vietnam holding 55.49% and SL Imaging holding 30.00%, respectively.

Ranking of the Capitalisation Shares

The Capitalisation Shares, when allotted and issued, shall rank pari passu in all respects with the existing JSC Shares in issue at the date of allotment and issue of the Capitalisation Shares.

ACQUISITION

The Board is pleased to announce that following the Capital Injection Completion and the Capitalisation Completion, SL Vietnam, an indirect non wholly-owned subsidiary of the Company, will enter into the Sale and Purchase Agreement with the Vendor (being a joint venture partner of JSC) and JSC, whereby the Vendor will agree to sell, and SL Vietnam will agree to purchase, the Sale Shares, representing (i) 25.31% of the total issued share capital of JSC as at the date of this announcement; and (ii) 13.96% of the total issued share capital of JSC after the Capital Injection Completion and the Capitalisation Completion, at a consideration of US$100,000 (equivalent to approximately HK$780,000).

The Directors (including the independent non-executive Directors) consider that the consideration and the terms of the Sale and Purchase Agreement are on normal commercial terms or better and are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

The Acquisition Completion will take place after the Capital Injection Completion and the Capitalisation Completion and no later than 31 August 2025, or such other date as may be agreed between SL Vietnam and the Vendor in writing.

After the Capital Injection Completion, the Capitalisation Completion and the Acquisition Completion, the Group's shareholding interest in JSC will be increased from 73.70% to 99.45%, via SL Vietnam holding 69.45% and SL Imaging holding 30.00%, respectively.

EFFECT OF THE NEW SHARES, THE CAPITALISATION SHARES AND THE SALE SHARES ON THE SHAREHOLDING STRUCTURE OF JSC

Set out below is the shareholding structure of JSC (i) as at the date of this announcement; (ii) immediately after the Capital Injection Completion; (iii) immediately after the Capitalisation Completion; and (iv) immediately after the Acquisition Completion:

Shareholders of JSC	As at the date of this announcement		Immediately after the Capital Injection Completion		Immediately after the Capitalisation Completion		Immediately after the Acquisition Completion	
	Number of JSC Shares	*Approx. %*	*Number of JSC Shares*	*Approx. %*	*Number of JSC Shares*	*Approx. %*	*Number of JSC Shares*	*Approx. %*
SL Vietnam	6,838,439	73.70	9,333,939	79.27	9,333,939	55.49	11,682,614	69.45
SL Imaging	–	–	–	–	5,046,285	30.00	5,046,285	30.00
Vendor	2,348,675	25.31	2,348,675	19.95	2,348,675	13.96	–	–
Independent Third Party	92,050	0.99	92,050	0.78	92,050	0.55	92,050	0.55
Total	9,279,164	100.00	11,774,664	100.00	16,820,949	100.00	16,820,949	100.00

As at the date of this announcement, the Group holds 73.70% of the total issued share capital of JSC through SL Vietnam. Following the Capital Injection Completion, the Capitalisation Completion and the Acquisition Completion, the Group will hold 99.45% of the total issued share capital of JSC, via SL Vietnam holding 69.45% and SL Imaging holding 30.00%, respectively.

REASONS FOR AND BENEFITS OF THE CAPITAL INJECTION AND THE LOAN CAPITALISATION

Upon the Capital Injection Completion, the Aggregate Subscription Price of US$1,000,000 (equivalent to approximately HK$7,800,000) will be settled in cash by SL Vietnam at the date of the Capital Injection Completion as the general working capital of JSC. The Capital Injection enables JSC, an indirectly non wholly-owned subsidiary of the Company, to improve its gearing ratio and broaden its capital base, which further enhance JSC's ability to further expand its manufacturing facilities and capacity in Vietnam in view of the US tariff saga.

Both SL Imaging and JSC are of the view that JSC will not be able to generate extra cashflow from its future business operation to repay the outstanding principal amount of the Loan in the amount of approximately US$11,000,000 (equivalent to approximately HK$85,800,000) due by JSC to SL Imaging as at the date of this announcement.

Upon the Capitalisation Completion, the Aggregate Issue Price of US$11,000,000 (equivalent to approximately HK$85,800,000) will be settled by way of the capitalisation of the outstanding principal amount of the Loan in the amount of US$11,000,000 (equivalent to approximately HK$85,800,000) due by JSC to SL Imaging at the date of the Capitalisation Completion. The Loan Capitalisation enables JSC, an indirectly non wholly-owned subsidiary of the Company, to improve its gearing ratio and broaden its capital base, which further enhance JSC's ability to further expand its manufacturing facilities and capacity in Vietnam in view of the US tariff saga.

In light of the above, the Directors (including the independent non-executive Directors) consider that the terms of the Capital Injection Agreement and the Loan Capitalisation Agreement are fair and reasonable and in the best interests of the Company and the Shareholders as a whole.

LISTING RULES IMPLICATIONS

Capital Injection

As none of the applicable percentage ratios in respect of the Capital Injection exceeds 5%, the Capital Injection will not constitute a notifiable transaction for the Company under Chapter 14 of the Listing Rules. Please refer to the sub-section headed "Aggregation of the Capital Injection and Loan Capitalisation" below.

Loan Capitalisation

As one or more of the applicable percentage ratios in relation to the Loan Capitalisation exceeds 5% but is less than 25%, the Loan Capitalisation constitutes a discloseable transaction for the Company under Chapter 14 of the Listing Rules and it is only subject to the reporting and announcement requirements but is exempt from the shareholders' approval requirement under Chapter 14 of the Listing Rules. Please refer to the sub-section headed "Aggregation of the Capital Injection and Loan Capitalisation" below.

Aggregation of the Capital Injection and the Loan Capitalisation

The Capital Injection and the Loan Capitalisation will be completed within a 12-month period and should be aggregated in accordance with Rule 14.22 of the Listing Rules. As one or more of the applicable percentage ratios in relation to the aggregated transaction values exceeds 5% but all are below 25%, each of the Capital Injection and the Loan Capitalisation constitutes a discloseable transaction for the Company under Chapter 14 of the Listing Rules and it is only subject to the reporting and announcement requirements but is exempt from the shareholders' approval requirement under Chapter 14 of the Listing Rules.

Acquisition

JSC is a non wholly-owned subsidiary of the Company. The Vendor holds (i) 25.31% of the total issued share capital of JSC as at the date of this announcement; and (ii) 13.96% of the total issued share capital of JSC after the Capital Injection Completion and the Capitalisation Completion and thus a substantial shareholder of JSC, and therefore a connected person of the Company under the Listing Rules. The Acquisition constitutes a connected transaction for the Company under Chapter 14A of the Listing Rules.

As all the applicable percentage ratios in respect of the Acquisition are less than 5% and the consideration is less than HK$3,000,000, the Acquisition is a fully exempt connected transaction under Rule 14A.76(1) of the Listing Rules and is exempt from the reporting and announcement requirements and the independent shareholders' approval requirement under Chapter 14A of Listing Rules.

INFORMATION ON THE PARTIES

The Company

The Company was incorporated under the laws of the Cayman Islands as an exempted company with limited liability on 18 December 2013 and the Shares are listed and traded on the Main Board of the Stock Exchange (Stock Code: 3882).

The Company is an investment holding company and the Group is principally engaged in (i) the development, manufacture and sale of home surveillance cameras, police cameras, video conference devices, 360-degree cameras, baby monitors, remote learning devices and other imaging products for various purposes (the "**Imaging Products**"); and (ii) provision of one-stop integrated on-demand delivery system services including electric delivery vehicles, new energy batteries, new energy charging equipment and a corresponding smart management software for supermarket and hypermarket chains in the PRC.

SL Imaging

SL Imaging was incorporated under the laws of Hong Kong with limited liability and an indirect wholly-owned subsidiary of the Company. It is principally engaged in the export of the Imaging Products and related accessories of the Group.

SL Vietnam

SL Vietnam was incorporated under the laws of Hong Kong with limited liability and an indirect non wholly-owned subsidiary of the Company. SL Vietnam is owned as to 51% by SL Electronic, a direct wholly-owned subsidiary of the Company, and as to 49% by Tech Idea, respectively, as at the date of this announcement. It is principally engaged in investment holding. The sole asset of SL Vietnam is its investment in JSC. As at the date of this announcement, SL Vietnam is holding 73.70% shareholding interest in JSC.

JSC

JSC was incorporated under the laws of Vietnam with limited liability and an indirect non wholly-owned subsidiary of the Company. JSC is owned as to 73.70%, 25.31% and 0.99% by SL Vietnam, the Vendor and an Independent Third Party, respectively, as at the date of this announcement. It is principally engaged in manufacturing of the Imaging Products and related accessories of the Group and other electronic products for third parties in Vietnam.

The audited financial information of JSC for each of the financial year ended 31 December 2023 and 2024, respectively, is set out below:

	For the financial year ended 31 December	
	2023	**2024**
	US$'000	*US$'000*
Revenue	4,441	5,369
(Loss)/profit before taxation and extraordinary items	(2,452)	(2,672)
(Loss)/profit after taxation and extraordinary items	(2,452)	(2,672)

Based on the unaudited management account of JSC for the six months ended 30 June 2025, the unaudited net liabilities of JSC as at 30 June 2025 amounted to approximately US$6,888,000.

Vendor

The Vendor is a joint venture partner of JSC, who holds 25.31% of the total issued share capital of JSC as at the date of this announcement and will hold 13.96% of the total issued share capital of JSC after the Capital Injection Completion and the Loan Capitalisation Completion. He is principally engaged in real estate property investment in Vietnam.

DEFINITIONS

Unless the context otherwise requires, capitalised terms used in this announcement shall have the following meanings:

"Acquisition"	the acquisition of the Sale Shares by SL Vietnam from the Vendor in accordance with the terms and conditions of the Sale and Purchase Agreement to be entered into between the parties after the Capitalisation Completion
"Acquisition Completion"	completion of the Acquisition in accordance with the terms and conditions of the Sale and Purchase Agreement
"Aggregate Issue Price"	an aggregate issue price of the Capitalisation Shares of US$11,000,000 (equivalent to approximately HK$85,800,000)
"Aggregate Subscription Price"	an aggregate subscription price of the New Shares of US$1,000,000 (equivalent to approximately HK$7,800,000)
"Board"	the board of Directors
"Capital Injection"	the injection of new capital in the amount of US$1,000,000 (equivalent to approximately HK$7,800,000) into JSC by SL Vietnam in accordance with the terms and conditions of the Capital Injection Agreement before the Capitalisation Completion
"Capital Injection Agreement"	the capital injection agreement dated 7 July 2025 and entered into between SL Vietnam and JSC in relation to the Capital Injection

"Capital Injection Completion"	completion of the Capital Injection in accordance with the terms and conditions of the Capital Injection Agreement
"Capitalisation Completion"	completion of the Loan Capitalisation in accordance with the terms and conditions of the Loan Capitalisation Agreement
"Capitalisation Shares"	5,046,285 new JSC Shares to be allotted and issued to SL Imaging in accordance with the terms of the Loan Capitalisation Agreement
"Company"	Sky Light Holdings Limited, a company incorporated under the laws of the Cayman Islands as an exempted company with limited liability on 18 December 2013 and whose shares are listed and traded on the Main Board of the Stock Exchange (Stock Code: 3882)
"Directors"	the director(s) of the Company
"Group"	the Company and its subsidiaries
"HK$"	Hong Kong Dollar(s), the lawful currency of Hong Kong
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Independent Third Party(ies)"	any person(s) or company(ies) and their respective ultimate beneficial owner(s), who/which, to the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, is/are not connected with the Company
"JSC"	Sky Light Electronic Joint Stock Company, a company incorporated under the laws of Vietnam with limited liability and is owned as to 73.70%, 25.31% and 0.99% by SL Vietnam, the Vendor and an Independent Third Party, respectively, as at the date of this announcement

"JSC Share(s)"	ordinary share(s) in the share capital of JSC
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"Loan"	the aggregate sum of approximately US$11,000,000 (equivalent to approximately HK$85,800,000 advanced by SL Imaging to JSC as loan as general working capital of JSC
"Loan Capitalisation"	the capitalisation of the outstanding principal amount of the Loan in the amount of US$11,000,000 (equivalent to approximately HK$85,800,000) due by JSC to SL Imaging by way of the allotment and issue of the Capitalisation Shares by JSC to SL Imaging pursuant to the terms of the Loan Capitalisation Agreement
"Loan Capitalisation Agreement"	the loan capitalisation agreement dated 16 July 2025 and entered into between SL Imaging and JSC in relation to the Loan Capitalisation
"New Shares"	2,495,500 new JSC Shares to be allotted and issued to SL Vietnam in accordance with the terms of the Capital Injection Agreement
"percentage ratio(s)"	has the meaning as ascribed in the Listing Rules
"PRC"	the People's Republic of China
"Sale and Purchase Agreement"	the sale and purchase agreement to be entered into among the Vendor, SL Vietnam and JSC in respect of the Acquisition after the Capitalisation Completion
"Sale Share(s)"	2,348,675 JSC Shares to be purchased by SL Vietnam from the Vendor in accordance with the terms and conditions of the Sale and Purchase Agreement
"Share(s)"	ordinary share(s) of HK$0.01 each in the share capital of the Company

"Shareholders"	holder(s) of the Share(s)
"SL Electronic"	Sky Light Electronic Limited (天彩電子有限公司), a company incorporated under the laws of Hong Kong with limited liability and a direct wholly-owned subsidiary of the Company
"SL Imaging"	Sky Light Imaging Limited, a company incorporated under the laws of Hong Kong with limited liability and an indirect wholly-owned subsidiary of the Company
"SL Vietnam"	Sky Light International (Vietnam) Limited, a company incorporated under the laws of Hong Kong with limited liability and is owned as to 51% by SL Electronic and as to 49% by Tech Idea, respectively
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Tech Idea"	Tech Idea Limited (奧信有限公司), a company incorporated under the laws of Hong Kong with limited liability
"US$"	United States dollar, the lawful currency of the United States of America
"Vendor"	Nguyen Thai Son, a joint venture partner of JSC, who holds 25.31% of the total issued share capital of JSC as at the date of this announcement and will hold 13.96% of the total issued share capital of JSC after the Capital Injection Completion and the Loan Capitalisation Completion

"Vietnam"	the Socialist of Republic of Vietnam
"%"	per cent

By Order of the Board
Sky Light Holdings Limited
Tang Wing Fong Terry
Chairman

Hong Kong, 16 July 2025

As at the date of this announcement, the executive Director is Mr. Tang Wing Fong Terry; and the independent non-executive Directors are Mr. Wong Wai Ming, Ms. Lo Wan Man and Mr. Lau Wai Leung Alfred.