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CELESTIAL ASIA SECURITIES HOLDINGS LIMITED
時富投資集團有限公司*
(Incorporated in Bermuda with limited liability)
(Stock code: 1049)

DISCLOSEABLE TRANSACTION

IN RELATION TO

RENEWAL OFFER LETTER

RENEWAL OFFER LETTER

The Board announces that on 22 October 2025, Champion Ford Limited (a wholly-owned subsidiary of the Company) as the Tenant entered into the Renewal Offer Letter with the Agent as agent of the Landlord (Independent Third Parties) in respect of the renewal offer of the Premises for use as office premises of the Group .

IMPLICATIONS UNDER THE LISTING RULES

Pursuant to HKFRS 16 "Leases", the Company recognises the value of the right-of-use assets on its consolidated financial statements of financial position in connection with the lease of the Premises under the Renewal Offer Letter. Accordingly, the lease transaction contemplated under the Renewal Offer Letter is regarded as an acquisition of asset by the Tenant under Rule 14.04(1)(a) of the Listing Rules.

As the highest of the applicable percentage ratios (as defined under Rule 14.04(9) of the Listing Rules) for the lease transaction contemplated under the Renewal Offer Letter exceed 5% but is below 25%, the entering into of the Renewal Offer Letter constitutes a discloseable transaction for the Company and is subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

INTRODUCTION

The Board announces that on 22 October 2025, Champion Ford Limited (a wholly-owned subsidiary of the Company) as the Tenant entered into the Renewal Offer Letter with the Agent as agent of the Landlord (Independent Third Parties) in respect of the renewal offer of the Premises for use as office premises of the Group.

THE RENEWAL OFFER LETTER

On 22 October 2025, Champion Ford Limited (a wholly-owned subsidiary of the Company) as the Tenant entered into the Renewal Offer Letter with the Agent as agent of the Landlord (Independent Third Parties) in respect of the renewal offer of the Premises for use as office premises of the Group. Major terms of the Renewal Offer Letter are as follows:-

The Parties:	(i) Manhattan Development Limited, as the Agent (as agent of the Landlord). (ii) Champion Ford Limited (a wholly-owned subsidiary of the Company), with principal activity of provision of management services, as the Tenant.
The Premises:	The whole floor of 28/F, Manhattan Place, 23 Wang Tai Road, Kowloon Bay, Kowloon.
Lease term:	A fixed term of two (2) years and twenty-four (24) days commencing on 21 November 2025 and expiring on 14 December 2027 (both dates inclusive).
The aggregate value of consideration payable:	Approximately HK$8.8 million in aggregate for a fixed term of two (2) years and twenty-four (24) days, including rent and stamp duty which will be satisfied by internal resources of the Group. The rent under the Renewal Offer Letter is determined after arm's length negotiations between the Parties, after taking into consideration the prevailing market rental for similar comparable premises in the nearby areas.

THE RIGHT-OF-USE ASSET

The value of the right-of-use asset to be recognised by the Group under the Renewal Offer Letter amounted to approximately HK$8.5 million, which is the present value of aggregated lease payments less incentives (if any), plus initial direct costs with the lease in accordance with HKFRS 16. Discount rate of 4.125% is applied to compute the present value of aggregate lease payments less incentives (if any) under the Renewal Offer Letter.

INFORMATION OF THE GROUP

The principal activity of the Company is investment holding. The principal activities of the Group consist of (a) retail management business including sales of furniture and household items, electrical appliances, food and pets accessories through the chain stores under multi-brand names including "Pricerite Home", "TMF", "Pricerite Creations" and "Pricerite Pet" in Hong Kong; (b) provision of asset management services to fund investors (the "Investment Management Business"); and (c) the other financial services businesses (other than the Investment Management Business) provided through CASH Financial Services Group Limited (a 64.47%-owned listed subsidiary of the Company). For additional information, please visit www.cash.com.hk.

INFORMATION OF THE COUNTERPARTIES

The principal or ancillary activities carried on by the Agent include leasing and estate management services. Based on the information provided by Landlord and to the best of the knowledge, information and belief of the Directors having made all reasonable enquiries, the ultimate beneficial owner of the Agent is Mr Tien Pei Chun James.

The principal or ancillary activities carried on by the Landlord include property investment. Based on the information provided by Landlord and to the best of the knowledge, information and belief of the Directors having made all reasonable enquiries, the ultimate beneficial owner of the Landlord is Mr Tien Pei Chun James.

To the best of the Directors' knowledge, information and belief, and having made all reasonable enquiries, the Agent, the Landlord and their respective ultimate beneficial owners are Independent Third Parties.

REASONS FOR AND BENEFIT FOR THE RENEWAL OFFER LETTER

The Group has been leasing the Premises as its office and the existing lease of the Premises will expire on 14 December 2025. In evaluating the options of renewal of lease or leasing a new office, the Directors consider that the Premises are located in the heart of the commercial zone in Kowloon Bay which has been well developed, attracting financial, insurance, IT, professional services, real-estate and other business sectors that offer maximised business efficiency and staying would have saved the renovation costs and the expenditure on relocation.

The terms of the Renewal Offer Letter were reached on arm's length basis with reference to the prevailing market rental of similar comparable premises in the nearby areas. Having considered the foregoing, the Board considers that the entering into of the Renewal Offer Letter is in the ordinary course of business of the Group and on normal commercial terms which are fair and reasonable, and that the Renewal Offer Letter and the transactions contemplated thereunder are in the interests of the Company and the Shareholders as a whole.

IMPLICATIONS UNDER THE LISTING RULES

Pursuant to HKFRS 16 "Leases", the Company recognises the value of the right-of-use assets on its consolidated financial statements of financial position in connection with the lease of the Premises under the Renewal Offer Letter. Accordingly, the lease transaction contemplated under the Renewal Offer Letter is regarded as an acquisition of asset by the Tenant under Rule 14.04(1)(a) of the Listing Rules.

As the highest of the applicable percentage ratios (as defined under Rule 14.04(9) of the Listing Rules) for the lease transaction contemplated under the Renewal Offer Letter exceed 5% but is below 25%, the entering into of the Renewal Offer Letter constitutes a discloseable transaction for the Company and is subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

DEFINITION

"Agent"	Manhattan Development Limited, being the agent of the Landlord
"Board"	board of Directors
"Company"	Celestial Asia Securities Holdings Limited (stock code: 1049), a company incorporated in Bermuda with limited liability and the shares are listed on the main board of the Stock Exchange
"connected person(s)"	has the meaning ascribed to it in the Listing Rules
"Director(s)"	director(s) of the Company
"Group"	the Company and its subsidiaries
"HKFRS"	Hong Kong Financial Reporting Standards issued by the Hong Kong Institute of Certified Public Accountants
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Independent Third Party(ies)"	to the best of the directors' knowledge, information and belief having made all reasonable enquiries, the Agent, the Landlord and their respective ultimate beneficial owners are third parties independent of the Company and its connected persons (as defined under the Listing Rules)
"Landlord"	Pioneer Crest Limited, being the landlord of the Premises

"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"Parties"	the Tenant and the Agent (as agent of the Landlord)
"PRC"	the People's Republic of China
"Premises"	the premises as more particular set out under the sub-heading "The Premises" in the section headed "The Renewal Offer Letter" in this announcement
"Renewal Offer Letter"	the renewal offer letter entered into between the Parties on 22 October 2025 in relation to the renewal offer of the Premises
"Shareholder(s)"	holder(s) of shares of the Company
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Tenant"	Champion Ford Limited, a company incorporated in Hong Kong with limited liability, is a wholly-owned subsidiary of the Company
"%"	per cent.

If there is any inconsistency in this announcement between the Chinese and English versions, the English version shall prevail.

By order of the Board
Morton Cheung
Executive Director and
Chief Financial Officer

Hong Kong, 22 October 2025

As at the date hereof, the directors of the Company are: -

Executive directors:

Dr Kwan Pak Hoo Bankee, *BBS, JP*
Mr Kwan Teng Hin Jeffrey
Mr Cheung Tsz Yui Morton
Ms Kwan Iec Teng Janet

Independent non-executive directors:

Mr Leung Ka Kui Johnny
Mr Wong Chuk Yan
Dr Chan Hak Sin

** For identification purposes only*