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SMART GLOBE HOLDINGS LIMITED
竣球控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1481)

DISCLOSEABLE TRANSACTION – PURCHASE OF VEHICLES

PURCHASE OF VEHICLES

On 28 October 2025, as part of the expansion plan to strengthen the supply chain management capabilities of the Group, the Company (as the Purchaser) entered into the Sales Contract with the Vendor for the purchase of the Vehicles (i.e. 50 tractor trucks and 50 40-foot 3-axle semi trailers).

IMPLICATIONS UNDER THE LISTING RULES

As one or more of the applicable percentage ratios in respect of the purchase of the Vehicles under the Sales Contract as calculated under Rule 14.07 of the Listing Rules exceed 5% but less than 25%, the entering into of the Sales Contract constitutes a discloseable transaction of the Company and are therefore subject to the notification and announcement requirements under Chapter 14 of the Listing Rules, but exempt from the Shareholders' approval requirement under the Listing Rules.

INTRODUCTION

The Board is pleased to announce that on 28 October 2025, the Company entered into the Sales Contract with the Vendor, pursuant to which the Company has agreed to purchase, and the Vendor has agreed to sell, the Vehicles at a consideration of US$2,388,750 (equivalent to approximately HK$18,632,250).

THE SALES CONTRACT

The principal terms of the Sales Contract are set out below:

Date: 28 October 2025

Parties: (a) the Company, as the Purchaser; and

(b) Rich-Coop Co., Limited, as the Vendor.

Subject matter: The purchase of the Vehicles which comprises:

i. 50 tractor trucks; and

ii. 50 40-foot 3-axle semi trailers.

Time of shipment: Within 60 working days upon receipt of the Down Payment (as defined below) by the Vendor.

Consideration and payment terms:

After signing the Sales Contract, the Purchaser has the right to place orders, pay and take delivery in batches according to actual needs.

The total consideration payable by the Purchaser to the Vendor under the Sales Contract is US$2,388,750 (equivalent to approximately HK$18,632,250) which shall be payable in the following manner:

i. the Purchaser shall pay 20% of the total consideration (the "**Down Payment**") to the Vendor in advance as a production deposit; and

ii. the remaining 80% of the total consideration to be paid in full within 180 days from the date of the applicable bill of lading.

The consideration for purchase of the Vehicles was determined after arm's length negotiations between the Purchaser and the Vendor on normal commercial terms with reference to market prices for vehicles of similar specifications and performances. The Group intends to settle the consideration through its internal resources.

INFORMATION ON THE GROUP AND THE VENDOR

The Group is principally engaged in supply chain management service business and printing business.

The Vendor is a company incorporated in Hong Kong with limited liabilities. It is a wholly-owned subsidiary of Xiamen C&D Light Industry Co., Ltd* (廈門建發輕工有限公司), an indirect wholly-owned subsidiary of Xiamen C&D Inc.* (廈門建發股份有限公司), which is listed on the Shanghai Stock Exchange with stock code of 600153. SH. The Vendor is principally engaged in trading of light industrial products including commercial vehicle trading. To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, the Vendor and its ultimate beneficial owners are Independent Third Parties as at the date of this announcement.

REASONS FOR AND BENEFITS OF THE PURCHASE OF VEHICLES

During the first half of 2025, the demand for supply chain management service (in particular logistics service) from commodity traders, mine owners, smelters and leaching plants in the Sub-Saharan Africa region had been overwhelming, the exponential growth of the supply chain management service segment contributed to the turnaround in financial performance of the Group for the six months ended 30 June 2025 as compared to the same period in the previous year. For further details, please refer to the interim report of the Company for the six months ended 30 June 2025.

In response to the increasing demand for logistics services and as part of the Group's expansion plan of its supply chain management service segment, the Board is of the view that the purchase of the Vehicles will significantly enhance the Group's logistics capabilities and the financial position as a whole:

(1) Asset Accumulation and Balance Sheet Strengthening: The Vehicles will be capitalised as fixed assets of the Group which directly enhances the Group's asset base, portraying financial solidity.

(2) Operational Flexibility: Ownership grants complete control over the asset such that the Company has the flexibility to modify the Vehicles for specific logistical needs without seeking lessor approval. The Company will also be able to reduce reliance on local fleet lessors who may not fully accommodate the Group's fleet needs from time to time thereby mitigating operation risks.

* *For identification purposes only*

(3) Full Data Ownership and Operational Intelligence: Self-owned fleet can be fully integrated into the Company's proprietary operational ecosystem. The Company can deploy its chosen fleet management, GPS tracking, and fuel monitoring systems without restriction. The Group retains full ownership of the resulting data, which is critical for optimising routes, improving driver safety, managing fuel consumption, and achieving deep, data-driven operational efficiencies in the future.

(4) Enhanced Corporate Branding: A uniform, well-maintained fleet of self-owned vehicles helps the Group to solidify its local presence in the Sub-Saharan Africa market.

IMPLICATIONS UNDER THE LISTING RULES

As one or more of the applicable percentage ratios (as calculated under Rule 14.07 of the Listing Rules) in respect of the purchase of the Vehicles under the Sales Contract exceed 5% but less than 25%, the purchase of the Vehicles constitutes a discloseable transaction of the Company and is therefore subject to the notification and announcement requirements but exempt from the Shareholders' approval requirement under Chapter 14 of the Listing Rules.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following terms have the following respective meanings:

"Board"	the board of Directors
"Company" or "Purchaser"	Smart Globe Holdings Limited, a company incorporated in the Cayman Islands with limited liability whose issued shares are listed on the Stock Exchange (stock code: 1481)
"connected person(s)"	has the meaning ascribed thereto in the Listing Rules
"Director(s)"	director(s) of the Company
"Group"	the Company and its subsidiaries
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong
"Hong Kong"	the Hong Kong Special Administrative Region of the People's Republic of China

"Independent Third Party(ies)"	any party who, to the best of the Director's knowledge, information and belief having made all reasonable enquiries, is third party(ies) independent of and not connected with the Company and its connected persons
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"percentage ratios"	shall have the meaning as ascribed to it under Chapter 14 of the Listing Rules
"PRC" or "China"	the People's Republic of China, and for the purpose of this announcement, excluding Hong Kong, the Macau Special Administrative Regions and Taiwan
"Sales Contract"	the sales contract dated 28 October 2025 signed between the Vendor and the Purchaser for the sale and purchase of the Vehicles
"Share(s)"	the ordinary shares in the share capital of the Company
"Shareholder(s)"	holder(s) of Share(s)
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"US$"	United States dollars, the lawful currency of the United States of America
"Vehicles"	50 tractor trucks and 50 40-foot 3-axle semi trailers
"Vendor"	Rich-Coop Co., Limited, a company incorporated in Hong Kong with limited liabilities, the details of which are set out in the section headed "Information on the Group and the Vendor" of this announcement
"%"	per cent

For the purposes of illustration only, amounts denominated in US$ in this announcement have been converted into HK$ at the rate of US$1.00 = HK$7.80. Such conversion should not be construed as a representation that the amounts have been or could be converted at such particular exchange rate.

By order of the Board
Smart Globe Holdings Limited
NG Ho Lun
Chairman

Hong Kong, 28 October 2025

As at the date of this announcement, the executive directors are Mr. NG Ho Lun, Mr. CHU Lok Fung Barry, Mr. CHEN Kun and Mr. LAM Tak Ling Derek; and the independent non-executive directors are Dr. WU Ka Chee Davy, Mr. YIU Ho Chi Stephen and Ms. LAW Ying Wai Denise.