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Fullshare Holdings Limited
豐盛控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 00607)

DISCLOSEABLE TRANSACTION IN RELATION TO DISPOSAL OF LAND

THE DISPOSAL

On 14 November 2025, the Vendor (an indirect wholly-owned subsidiary of the Company) entered into the Agreement with the Purchaser, pursuant to which the Vendor has agreed to sell, and the Purchaser has agreed to purchase, the Land for a total consideration of AUD$5,000,000 (equivalent to approximately RMB23,271,800).

LISTING RULES IMPLICATIONS

As one or more of the applicable percentage ratios (as defined under Rule 14.07 of the Listing Rules) in respect of the Disposal exceeds 5% but are less than 25%, the Disposal constitutes a discloseable transaction for the Company and is therefore subject to the notification and announcement requirements under Chapter 14 of the Listing Rules.

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THE AGREEMENT

Date:	14 November 2025
Parties:	Vendor: Five Seasons VI (D) Pty. Ltd., a company established under the laws of Australia and an indirect wholly-owned subsidiary of the Company Purchaser: Talga Solutions Pty Ltd, a company established under the laws of Australia, which is the purchaser of the Land under the Agreement
Location of the Land:	The plot of development land, currently comprising Lot 88 (on survey plan SP 201271) and Lot 89 (on survey plan SP 186262) ("**Parent Land**"), under the planned reconfiguration as indicated in the Agreement ("**Reconfiguration Plan**"), the current lot boundaries of the Parent Land shall be realigned to: (1) Lot 801 (part A); (2) Lot 802 ("**Land Portion A**"); (3) Lot 803 (part A) ("**Land Portion B**"); (4) Lot 803 (part B) ("**Land Portion C**"), all of which are located at Port Douglas Road, Port Douglas, Queensland, Australia. The subject of the Disposal (i.e. the Land) comprises Land Portion A, Land Portion B and Land Portion C. The registered owners of the Parent Land as at the date of this announcement are as follows: (a) Lot 88 (on survey plan SP 201271): the Vendor (b) Lot 89 (on survey plan SP 186262): Five Seasons VI (C) Pty. Ltd., a company established under the laws of Australia and an indirect wholly-owned subsidiary of the Company. Following the registration of the Reconfiguration Plan, the Parent Land shall be reconfigured to create separate title to the Land, and the registered owner of the Land shall be the Vendor.

Total site area:	The Land has a total site area of approximately 92,244 square feet, comprising: (1) Land Portion A: approximately 47,630 square feet (2) Land Portion B: approximately 42,100 square feet (3) Land Portion C: approximately 2,514 square feet
Permitted usage:	(1) Land Portion A: residential use (2) Land Portion B: recreational use (3) Land Portion C: residential use
Existing usage:	(1) Land Portion A: vacant land, remained undeveloped as at the date of this announcement (2) Land Portion B: currently used for a fairway of the Group's golf course and remained undeveloped as at the date of this announcement, after the Disposal, the Group's golf course will be re-sized (3) Land Portion C: vacant land, remained undeveloped as at the date of this announcement
Consideration and payment terms:	The total consideration for the Disposal is AUD$5,000,000 (equivalent to approximately RMB23,271,800), to be settled in cash. The Purchaser shall pay to the Vendor the Deposit of AUD$3,000,000 (equivalent to approximately RMB13,963,000), representing 60% of the total consideration of AUD$5,000,000 (equivalent to approximately RMB23,271,800), in one lump-sum.

The Deposit is payable to the Vendor upon the Purchaser signing the Agreement and will be non-refundable, and the Deposit shall only be refunded to the Purchaser in full if the Agreement is terminated as follows:

(1) If any of the conditions precedent (i) to (iii) specified below have not been satisfied by the Registration Date (as defined below), the Vendor or the Purchaser may terminate the Agreement.

(2) The Purchaser may terminate the Agreement if the Purchaser is materially prejudiced by any substantial variations between the Reconfiguration Plan and the reconfiguration being carried out (including but not limited to a decrease in the area of either lot by more than 5%, material encroachment to or from either lot, errors in the boundaries of either lot, or either lot being encumbered by an encumbrance, which materially affects the intended use of the lot(s)), unless such variation is required by an Authority.

The remaining balance of the consideration in the amount of AUD$2,000,000 (equivalent to approximately RMB9,308,800), representing 40% of the total consideration, together with the prevailing GST (being 10% of the total consideration), shall be paid by the Purchaser to the Vendor by 4pm (Australian Eastern Standard Time) on the Settlement Date.

As at the date of this announcement, the Deposit has been paid by the Purchaser to the Vendor.

Conditions precedent:

Completion of the Agreement is conditional upon:

(i) the Vendor obtaining the ROL Approval and completing all operation works to be carried out by the Vendor as a condition of the ROL Approval and the restoration works required to be carried out by the Vendor following the registration of the Reconfiguration Plan;

(ii) the Vendor being the registered owner of the Land; and

(iii) registration of the Reconfiguration Plan at the Queensland Titles Registry and creation of a separate indefeasible freehold title for the Land,

by the date that is 12 months after the date of the Agreement ("**Registration Date**").

Basis of determination of the consideration

The total consideration for the Disposal is AUD$5,000,000 (equivalent to approximately RMB23,271,800), to be settled in cash which was agreed between the Vendor and the Purchaser based on arm's length negotiation after taking into account the prevailing property market conditions in Port Douglas, Queensland, Australia, the market price of the similar comparable land in Queensland, Australia and the valuation report on the valuation (the "**Valuation**") of the Land of approximately AUD$5,000,000 as at 31 August 2025 prepared by Masterpiece Valuation Advisory Limited (the "**Valuer**"), an independent third party valuer using comparison approach by comparing similar properties available in the neighbourhood area of the Land to ascertain the fair value of the Land on the basis of recent prices paid and current offers for comparable land adjusted for various factors such as market conditions, size, time, location etc.

The Board has also reviewed the selection basis of these comparables and noted that the comparable land are (i) the recent transactions as at the valuation date, being 31 August 2025; (ii) in the neighbourhood area of the Land; and (iii) of a similar site area and usage to the Land. Accordingly, the Board concurs with the Valuer that the market comparables selected by the Valuer are comparable to the Land and are therefore fair, representative and reasonable samples for comparison purpose. As such, the Board is of the view that the bases and assumptions adopted by the Valuer are fair and reasonable, and the Valuation adopting the comparison approach is in line with market practices, which represents an objective measure of the value of the Land.

FINANCIAL EFFECTS OF THE DISPOSAL AND PROPOSED USE OF PROCEEDS

The carrying value of the Land in the unaudited interim condensed consolidated financial statements of the Company as at 30 June 2025 was approximately RMB12,208,100. The Group is expected to record a net gain of approximately AUD$2,090,150 (equivalent to approximately RMB9,728,300) from the Disposal, which is calculated based on the total consideration of RMB23,271,800 to be received by the Vendor for the Disposal less the carrying value of the Land as at 30 June 2025 after related expenses. The Company intends to use the net proceeds from the Disposal as general working capital of the Group.

INFORMATION OF THE PURCHASER

The Purchaser is a private company established in Australia, and it is principally engaged in commercial fitout, property construction, development and design. It is wholly owned by Mr. Luke Stewart Potter. To the best of the Directors' knowledge, information and belief, and having made all reasonable enquiries, the Purchaser and its ultimate beneficial owner are third parties independent of the Company and its connected persons.

INFORMATION OF THE GROUP AND THE VENDOR

The Company is a company incorporated in the Cayman Islands with limited liability, whose issued shares are listed on the Stock Exchange under the stock code 607. The Group is principally engaged in (a) property development and investment, (b) tourism, (c) investment and financial services, (d) provision of healthcare and education products and services, and (e) new energy business.

The Vendor is a company established in Australia and an indirect wholly-owned subsidiary of the Company, and is principally engaged in investment holding.

REASONS FOR AND BENEFITS FROM THE DISPOSAL

Taking into account of the current financial position and prospective liquidity needs of the Group and the prospect of property market in Australia, the Directors believe that the Disposal represents a good opportunity for the Company to realise the value of the Land at a reasonable price and the proceeds from the Disposal to generate additional working capital, thereby improving the financial position and strengthening the liquidity of the Group. Given that Land Portion A and Land Portion C has been vacant and Land Portion B has been used as an insignificant part of a golf course, the Company considers that the Disposal will not have any material influence on the Group's tourism business, which comprises, among other things, the Sheraton project at Port Douglas, Queensland, Australia. The Board (including the independent non-executive Directors) considers that the terms and conditions of the Disposal are on normal commercial terms, which are fair and reasonable and in the interest of the Company and its Shareholders as a whole.

LISTING RULES IMPLICATIONS

As one or more of the applicable percentage ratios (as defined under Rule 14.07 of the Listing Rules) in respect of the Disposal exceeds 5% but are less than 25%, the Disposal constitutes a discloseable transaction for the Company and is therefore subject to the notification and announcement requirements under Chapter 14 of the Listing Rules.

DEFINITIONS

In this announcement, unless the context otherwise requires, capitalised terms used shall have the following meanings:

"Agreement"	the agreement dated 14 November 2025 and entered into between the Vendor and the Purchaser in relation to the Disposal
"Authority"	any government, administrative or judicial body, department, commission, authority, tribunal, agency or statutory body and, where the context requires, includes the local government (i.e. Douglas Shire Council)
"AUD$"	Australian Dollar, the lawful currency of the Australia
"Board"	the board of Directors of the Company
"Company"	Fullshare Holdings Limited (豐盛控股有限公司), a company incorporated in the Cayman Islands with limited liability, the issued shares of which are listed on the Main Board of the Stock Exchange (Stock Code: 607)
"connected person(s)"	has the meaning ascribed to it under the Listing Rules
"Deposit"	a deposit of AUD$3,000,000 (equivalent to approximately RMB13,963,000), representing 60% of the total consideration of AUD$5,000,000 (equivalent to approximately RMB23,271,800), paid by the Purchaser to the Vendor in accordance with the Agreement
"Director(s)"	the director(s) of the Company
"Disposal"	the disposal of the Land by the Vendor to the Purchaser on the terms and conditions of the Agreement
"Five Seasons VI (D)"	Five Seasons VI (D) Pty. Ltd., a company established under the laws of Australia and an indirect wholly-owned subsidiary of the Company
"Group"	the Company and its subsidiaries
"GST"	goods and services tax in Australia
"Hong Kong"	Hong Kong Special Administrative Region of the People's Republic of China

"Land"	the plot of development land described under the section headed "The Agreement – Location of the Land" in this announcement, being Lot 802, Lot 803 (part A) and Lot 803 (part B) (i.e. Land Portion A, Land Portion B and Land Portion C)
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"PRC" or "China"	the People's Republic of China, which for the purpose of this announcement, excludes Hong Kong, the Macau Special Administrative Region of the People's Republic of China and Taiwan
"Purchaser"	Talga Solutions Pty Ltd, a company established under the laws of Australia, which is the purchaser of the Land under the Agreement
"RMB"	Renminbi, the lawful currency of the PRC
"ROL Approval"	any approval from any relevant Authority which is necessary or desirable to carry out the Reconfiguration Plan of the Parent Land to create a separate title to the Land, including any operational works approvals
"Settlement Date"	15 days after the Vendor gives notice to the Purchaser of the satisfaction of the conditions precedents as set out in the Agreement and in the section headed "The Agreement – Conditions precedent" in this announcement
"Share(s)"	ordinary share(s) of HK$0.50 each in the share capital of the Company
"Shareholder(s)"	holder(s) of the Share(s)
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Vendor"	Five Seasons VI (D), which is the vendor of the Land under the Agreement
"%"	per cent

By Order of the Board
Fullshare Holdings Limited
Ji Changqun
Chairman

Hong Kong, 14 November 2025

As at the date of this announcement, the executive Directors are Mr. Ji Changqun (Chairman), Ms. Du Wei, Mr. Shen Chen and Mr. Ge Jinzhu; and the independent non-executive Directors are Mr. Lau Chi Keung, Mr. Tsang Sai Chung and Mr. Huang Shun.