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盛洋投资

Gemini Investments (Holdings) Limited

盛洋投資（控股）有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 174)

MAJOR TRANSACTION
WRITTEN APPROVAL FROM THE SHAREHOLDERS IN RELATION TO THE DISPOSAL OF PROPERTIES IN THE U.S. BY U.S. REAL ESTATE FUND PLATFORM

Reference is made to the announcement (the "**Announcement**") of Gemini Investments (Holdings) Limited (the "**Company**") dated 28 November 2025 in relation to the Purchase and Sale Agreement and the Disposal. Unless otherwise stated, the capitalised terms used in this announcement shall have the same meaning as defined in the Announcement.

As disclosed in the Announcement, the Company will obtain the written approval (the "**Written Approval**") for the Purchase and Sale Agreement and the Disposal contemplated thereunder in accordance with Rule 14.44 of the Listing Rules from Estate Spring and Grand Beauty, being a closely allied group of Shareholders holding 423,487,417 Shares in aggregate (representing approximately 66.63% of the total issued share capital of the Company as at the date of this announcement) and having the right to attend and vote at any general meeting of the Company.

The Board is pleased to announce that on 15 December 2025, the Company has obtained the Written Approval. Accordingly, no general meeting of the Company will be convened for the approval of the Purchase and Sale Agreement and the Disposal contemplated thereunder.

Shareholders and potential investors of the Company should note that Closing is subject to the satisfaction or waiver of all of the conditions precedent set out under the Purchase and Sale Agreement. Therefore, the Disposal may or may not proceed. Shareholders and potential investors of the Company are advised to exercise caution when dealing in securities of the Company, and are recommended to consult their professional advisers if they are in any doubt about their position and as to actions that they should take.

By order of the Board
Gemini Investments (Holdings) Limited
LAI Kwok Hung, Alex
Executive Director and Chief Executive Officer

Hong Kong, 15 December 2025

As at the date of this announcement, the Directors are as follows:

Executive Directors:	*Non-executive Director:*	*Independent non-executive Directors:*
Mr. SUM Pui Ying	Mr. TANG Runjiang	Mr. LO Woon Bor, Henry
Mr. LAI Kwok Hung, Alex		Mr. LEE Sai Kai, David
Ms. LAM Yee Lan		Mr. LEUNG Wai Hung