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MTT GROUP HOLDINGS LIMITED
數科集團控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 2350)

SUPPLEMENTAL ANNOUNCEMENT IN RELATION TO THE WINDING-UP PETITION AGAINST A SUBSIDIARY

Reference is made to the announcements of the Company dated 8 October 2025 and 14 November 2025 (the "**Announcements**") in relation to the Petition, being a winding-up petition against Tritech, a subsidiary of the Company. Unless otherwise defined, capitalised terms used herein shall have the same meaning as those set out in the Announcements.

The Board of Directors of the Company would like to give an update on the background and latest developments of the Petition and the legal proceedings in Singapore against the Petitioner.

Background of Tritech

Tritech is a company incorporated in Hong Kong principally engaged in distribution of IT products and related IT implementation services. For the year ended 31 March 2025, Tritech accounted for about 61.7% of the Group's revenue of approximately HK$388.7 million. As at 30 September 2025, Tritech accounted for 85.9% of the Group's total assets of about HK$435.1 million.

Background of the Petition

Following a Statutory Demand dated 20 October 2023 in relation to an alleged claim over Tritech's non-repayment of outstanding invoices amounting to US$45 million, the Petition was filed against Tritech on 28 July 2025.

On 9 October 2025, Tritech took out a summons to apply for retrospective leave for Tritech to file an affirmation in opposition.

At the hearing of the Petition on 13 October 2025, High Court ordered that on the condition that Tritech make a payment of US$22.5 million into Court within 14 days, retrospective leave be granted to Tritech to file and serve the affirmation in opposition (the "**Order**").

On 27 October 2025, Tritech took out a summons (the "**Appeal Summons**") to apply for (1) leave to appeal against the Order and (2) a stay of execution of the Order.

Latest developments

The Court ordered that the Appeal Summons be determined on paper without oral hearing and a stay of execution of the Order pending the determination of Tritech's application for leave to appeal.

Court's decision of the Appeal Summons is expected to be handed down in early 2026.

As at the date of this announcement, no winding-up order has been made against Tritech. Tritech continues to be controlled by the Group and remains a subsidiary of the Company.

The Petition does not constitute inside information

The Board, having considered the nature, scope, and likely impact of the Petition, formed the reasonable view that the claim in the Petition was presented maliciously without merit, is not likely to have a material price effect and there is a reasonable chance of success in opposing the Petition. Pursuant to the non-recourse provisions of the agreement, Tritech only needs to fulfil certain non-binding target by using commercially reasonable efforts which does not create any legal obligation, duty or commitment and the Petitioner has waived its right to claim against Tritech for any failure to achieve the non-binding target. In addition, the agreement also provides for a back-to-back payment regime that license fee was only payable only after and to the extent that Tritech had received the same from its own client. Therefore, the claim in the Petition is in clear violation of the non-recourse provisions and back-to-back payment regime under the agreement in question. The Petition commenced by the Petitioner is also in blatant breach of the exclusive jurisdiction clause of the agreement that parties shall submit to the exclusive jurisdiction of the courts of Singapore in case of any dispute.

The Board is also of the view that the Petition did not constitute inside information nor price-sensitive information requiring disclosures as the alleged claim involved in the Petition does not affect the daily operation and any license which is of material importance for the business of the Company and Tritech.

Proceedings in Singapore

On 24 October 2025, Tritech filed the Originating Claim and Statement of Claim to commence legal proceedings against the Petitioner in Singapore in relation to the same set of agreements. Tritech alleged that it is not obligated to pay the outstanding invoices of US$45 million and the commencement of the Petition in Hong Kong is a breach of the agreed terms of the agreements in question and an abuse of process.

Parties are now in the progress of proposing and attempting mediation in Singapore.

Shareholders and/or potential investors of the Company are advised to exercise caution when dealing in the securities of the Company, and if they are in any doubt about their position, they should consult with their professional adviser(s).

By Order of the Board
MTT Group Holdings Limited
Yan Wei
Chairman and Executive Director

Hong Kong, 16 January 2026

As at the date of this announcement, the Board comprises Mr. Yan Wei and Mr. Wang Guan as executive Directors, Mr. Ip Ka Wai Charlie as a non-executive Director, and Mr. Jiao Jian, Mr. Wang Dong and Ms. Kwok Pui Ha as independent non-executive Directors.