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CHANGE OF SUBSTANTIAL SHAREHOLDER

The board of directors (the “**Directors**”) of Auto Italia Holdings Limited (the “**Company**”) announces that the Company was informed by VMS Investment Group Limited (“**VMS**”), a substantial shareholder of the Company which is wholly-owned by Mr. Chong Tin Lung Benny (“**Mr. Chong**”), the executive chairman, the chief executive officer and an executive Director that, on 22 January 2026 (after trading hours), it, together with its wholly-owned subsidiaries, Maini Investments Limited (“**Maini**”) and Gustavo International Limited (“**Gustavo**”), have entered into a conditional agreement (the “**Agreement**”) for sale and purchase (the “**Transaction**”) with B-ON Global S.à.r.l. (the “**Purchaser**”, together with its subsidiaries, the “**Purchaser’s Group**”), a limited liability company incorporated in Luxembourg, under which the Purchaser shall acquire interest in 1,300,000,000 shares (each a “**Share**”) in the Company, representing approximately 21.34% of the issued share capital of the Company as at the date of this announcement, through the acquisition from VMS of:

- (i) 995,275,000 Shares; and
- (ii) the entire issued share capital of Maini which indirectly holds 304,725,000 Shares through Gustavo, which is a direct wholly-owned subsidiary of Maini.

Subject to the fulfilment and/or waiver of certain conditions precedent in the Agreement, the completion of the Transaction shall take place on or before the expiry of 30 calendar days after the date of the Agreement.

* *For identification purpose only*

The Purchaser's Group is a European provider of intelligent solutions for new energy commercial vehicles, offering comprehensive solutions for urban mobility and logistics transportation worldwide. Each of the Purchaser and its ultimate beneficial owner(s) is a third party independent of and not connected with the Company and its connected persons (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**")) as at the date of this announcement.

Subject to completion of the Transaction and assuming there will be no change in the total number of issued Shares between the date of this announcement and the completion of the Transaction, (a) Mr. Chong together with VMS will continue to own 270,907,472 Shares in aggregate, representing approximately 4.45% of the issued share capital of the Company as at the date of this announcement and cease to be substantial shareholders (as defined in the Listing Rules) of the Company; and (b) the Purchaser will be interested in 1,300,000,000 Shares directly and through Maini and Gustavo, representing approximately 21.34% of the issued share capital of the Company as at the date of this announcement, and will become a substantial shareholder (as defined in the Listing Rules) of the Company.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Shares.

By Order of the Board
AUTO ITALIA HOLDINGS LIMITED
CHONG Tin Lung Benny
Executive Chairman and Chief Executive Officer

Hong Kong, 22 January 2026

As at the date of this announcement, the Board comprises Mr. CHONG Tin Lung Benny (Executive Chairman and Chief Executive Officer), Mr. LI Shaofeng and Mr. LIN Chun Ho Simon as executive Directors; Ms. HANG Qingli as a non-executive Director; and Mr. KONG Kai Chuen Frankie, Mr. TO Chun Wai and Dr. SHAM Chung Ping Alain as independent non-executive Directors.