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Bauhaus International (Holdings) Limited

包浩斯國際（控股）有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 483)

DISCLOSEABLE TRANSACTION
ACQUISITION OF PROPERTY

The Board wishes to announce that, on 4 March 2026, the Purchaser, a wholly-owned subsidiary of the Company, entered into the Provisional Sale and Purchase Agreement with the Vendor in respect of the sale and purchase of the Property at a purchase price of HK$6,210,000. The Acquisition will be completed on or before 16 April 2026.

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

INTRODUCTION

The Board wishes to announce that, on 4 March 2026 (after trading hours of the Stock Exchange), the Purchaser, a wholly-owned subsidiary of the Company, entered into the Provisional Sale and Purchase Agreement with the Vendor in respect of the sale and purchase of the Property.

THE PROVISIONAL SALE AND PURCHASE AGREEMENT

Date

4 March 2026

Parties

Vendor:	Bank of Communications (Hong Kong) Limited Bank of Communications (Hong Kong) Limited is a licensed bank incorporated in Hong Kong with limited liability, and its principal activity is the provision of banking services in Hong Kong. To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, the Vendor is an Independent Third Party and has no relationship with the Company or its connected persons. The Vendor is acting as the mortgagee of the Property exercising its power of sale pursuant to the relevant mortgage/legal charge.
Purchaser:	Tough Jeans Retail Limited, a wholly-owned subsidiary of the Company The principal activities of the Company are investment holding and management of the Group's operations and the principal activities of its subsidiaries are the design and retail of trendy apparel, bags, and fashion accessories, property holding, brand licensing, and provision of management services.

Property

Flat D on 39th Floor of Block 9, Belvedere Garden Phase 2, No. 620 Castle Peak Road, Tsuen Wan, New Territories, Hong Kong

The Property shall be sold to the Purchaser on an "as is" basis. Upon completion, the Vendor shall deliver vacant possession of Property to Purchaser and free from any encumbrances.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, the Property was not a revenue generating asset at the material times for the two financial years immediately preceding the Acquisition. Accordingly, no net profits (both before and after taxation) were attributable to the Property for such period.

Purchase Price

The purchase price of the Property is HK$6,210,000, which is payable by the Purchaser to the Vendor in the following manner:

(a) HK$310,500, which is payable and has been paid upon signing of the Provisional Sale and Purchase Agreement as deposit;

(b) HK$310,500, which is payable upon signing of the formal sale and purchase agreement in respect of the Acquisition as further deposit; and

(c) the balance of HK$5,589,000 payable upon completion of the Acquisition, which is expected to take place on or before 16 April 2026.

The purchase price of the Property was determined after arm's length negotiation between the Vendor and the Purchaser in normal commercial terms after having taken into account the market price of the Property of approximately HK$6,250,000 where comparison is made based on market prices of comparable properties of similar size, character and location.

It is expected that the purchase price of the Property will be financed by internal resources of the Group, taking into account factors such as the then interest rate and cash flow of the Group.

Formal Agreement

A formal sale and purchase agreement is expected to be signed by the Vendor and the Purchaser on or before 16 March 2026.

Completion

Completion of the Acquisition is expected to take place on or before 16 April 2026.

REASONS FOR AND BENEFITS OF THE ACQUISITION

It is intended that the Property will be used as the staff quarter to accommodate the Company's frontline sales representatives working in its retail shops, including certain foreign workers retained under the Enhanced Supplementary Labor Scheme (the "**ESLS**"), an employment and imported labor initiative administered by the Government of the Hong Kong Special Administrative Region ("**Hong Kong**"). In assessing the Acquisition, after taking into account the following factors: (1) quality and motivated staff are essential drivers of the Group's core fashion retail business; (2) the recurring costs of arranging alternative accommodations of comparable quality would be significant; (3) the Company recorded a staff turnover rate of approximately 68% for the year ended 31 March 2025, as disclosed in its 2025 annual report published on 18 July 2025; and (4) compliance with the ESLS requirements and applicable laws and regulations, it is believed that the Acquisition enhances the Group's ability to recruit and retain quality staff and maintain control over recurring costs, which in turn supports the long-term success of its retail operations.

The Directors, including the independent non-executive Directors, are of the view that the terms of the Acquisition are fair and reasonable and on normal commercial terms and in the interests of the Company and the Shareholders as a whole.

IMPLICATIONS UNDER THE LISTING RULES

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

DEFINITION

In this announcement, the following expressions have the meanings set out below unless the context requires otherwise:

"Acquisition"	the purchase of the Property pursuant to the terms of the Provisional Sale and Purchase Agreement
"Board"	the board of Directors
"Company"	Bauhaus International (Holdings) Limited, a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the Main Board of the Stock Exchange
"connected person(s)"	has the meaning ascribed to it under the Listing Rules
"Directors"	directors 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"	third parties independent of the Company and its connected persons

"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"Property"	the property situated at Flat D on 39th Floor of Block 9, Belvedere Garden Phase 2, No. 620 Castle Peak Road, Tsuen Wan, New Territories, Hong Kong
"Provisional Sale and Purchase Agreement"	The provisional sale and purchase agreement dated 4 March 2026 entered into between the Vendor and the Purchaser in respect of the sale and purchase of the Property
"Purchaser"	Tough Jeans Retail Limited, a company incorporated under the laws of Hong Kong, a wholly- owned subsidiary of the Company
"Shareholders"	holders of the shares of the Company
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Vendor"	Bank of Communications (Hong Kong) Limited, a licensed bank incorporated in Hong Kong with limited liability; and
"%"	per cent

By order of the Board
Bauhaus International (Holdings) Limited
Tong She Man, Winnie
Chairlady

Hong Kong, 4 March 2026

As at the date of this announcement, the board of Directors comprises two executive Directors, namely Madam Tong She Man, Winnie and Mr. Yeung Yat Hang and three independent non-executive Directors, namely Ms. Choi Sze Man, Mandy, Mr. Tsui Ka Yiu and Ms. Chan Wing Yau Venise.