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新琪安集團股份有限公司

(Newtrend Group Holding Co., Ltd.)

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 2573)

DISCLOSEABLE TRANSACTION IN RELATION TO THE DISPOSAL OF THE NOTES

THE DISPOSAL

On 28 May 2026 (after trading hours), the Company, as vendor, and the Fund, as the purchaser, have entered into the Sale and Purchase Agreement, pursuant to which the Company has conditionally agreed to sell and the Fund has conditionally agreed to purchase the Notes at the Consideration of HK$63 million.

LISTING RULES IMPLICATIONS

As one of the applicable percentage ratios (as defined under the Listing Rules) in respect of the Disposal exceeds 5% but is less than 25%, the Disposal constitutes a discloseable transaction of the Company and is subject to the reporting and announcement requirements but exempt from the Shareholders' approval requirement under Chapter 14 of the Listing Rules.

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On 28 May 2026 (after trading hours), the Company, as vendor, and the Fund, as the purchaser, have entered into the Sale and Purchase Agreement, pursuant to which the Company has conditionally agreed to sell and the Fund has conditionally agreed to purchase the Notes at the Consideration of HK$63 million.

THE SALE AND PURCHASE AGREEMENT

The principal terms of the Sale and Purchase Agreement are set forth below:

Date	:	28 May 2026
Parties	:	(a) the Company, as Vendor; and (b) the Fund, as Purchaser (collectively, the "**Parties**")
Subject matter	:	The Notes in the principal amount of HK$65 million
Consideration	:	HK$63 million
Completion	:	Completion shall take place on or before 29 May 2026

The completion of the Sale and Purchase of the Notes is not subject to any condition precendents.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, the Fund and its respective ultimate beneficial owner(s) are third parties independent of the Company as at the date of this announcement.

ASSETS TO BE DISPOSED OF

The assets to be disposed of under the Sale and Purchase Agreement are the Notes in the principal amount of HK$65 million held by the Company. The Notes were acquired by the Company on 23 May 2025 for short-term investment purposes and are classified as financial assets at fair value through profit or loss in the consolidated financial statements of the Group. As of 31 December 2025, the face value of the Notes was HK$65 million.

MAJOR TERMS OF THE NOTES

Issuer	:	Kaufmann & Company Pan-Asia Limited, a company incorporated in Hong Kong with limited liability.
Instrument	:	Cash management notes
Principal amount	:	HK$65 million
Expected rate	:	3-5% per annum
Maturity	:	31 May 2026

CONSIDERATION

The Company is disposing the Notes at a consideration of HK$63 million. The Consideration was determined on the basis of normal commercial terms after arm's length negotiations between the Company and the Fund taking into account of the early redemption and the potential credit risk exposure.

Payment of consideration

The consideration for the Notes shall be payable by the Fund to the Company in the following manner:

(a) an amount of HK$12.6 million, representing 20% of the consideration, shall be paid by the Fund to the Company on or before 29 May 2026; and

(b) an amount of HK$50.4 million, representing 80% of the consideration, shall be paid by the Fund to the Company no later than 30 June 2026.

INFORMATION ON THE ISSUER

According to the public information available to the Directors, the Issuer is a company incorporated in Hong Kong with limited liability and its principal activity is investment holding.

To the best of the knowledge, information and belief of the Directors, having made all reasonable enquiries, the issuer of the Notes, and its ultimate beneficial owner(s) are Independent Third Parties.

INFORMATION ON THE GROUP

The Group is principally engaged in the food additive manufacturing industry which produce and sale of food-grade glycine, industrial-grade glycine and sucralose.

INFORMATION ON THE FUND

Sailing No. 3 Investment Limited Partnership Fund is a Hong Kong limited partnership fund, registered on 10 July 2025 under the Limited Partnership Fund Ordinance (Chapter 637 of the Laws of Hong Kong).

The General Partner is Cornerstone Technology Investment Management Limited, a company with limited liability incorporated in Hong Kong and is principally engaged in the financial service, management, control and operation of the fund's affairs. The General Partner is ultimately beneficially owned by an individual named Liu Wenhuan.

To the best of the Directors' knowledge, information and belief, and having made all reasonable enquiries, the Fund, the General Partner, the Investment Manager, and their respective ultimate beneficial owners are all Independent Third Parties.

REASONS FOR AND BENEFITS OF THE DISPOSAL

Reference is made to the annual result announcements made by the Company dated 31 March 2026 for the year ended 31 December 2025. As disclosed therein, the auditor of the Company ("**Auditor**") has issued a qualified opinion on the Group's consolidated financial statements for the year ended 31 December 2025 as the Auditor was unable to ascertain the valuation of the Notes, which were classified as financial assets at fair value through profit or loss in the consolidated financial statements of the Group.

The Board has taken into account the qualified opinion including but not limited to the valuation of the Notes and potential credit risk associated with the Notes upon maturity, and the Group's funding needs for its business operations and future expansion strategy. The Board considers that the Disposal provides the Group with an opportunity to realise the Notes for cash, reduce its exposure to potential credit risks relating to the Notes, and thereby strengthening the Group's cash position.

Taking into account the financial effect of the Disposal as disclosed in the paragraph headed "Financial Effect of the Disposal" below, the Board is of the view that the Disposal is fair, reasonable, on normal commercial terms and in the interests of the Company and the Shareholders as a whole.

FINANCIAL EFFECT OF THE DISPOSAL

Based on the face value of the Notes of HK$65 million as at 31 December 2025 and the estimated net proceeds from the Disposal of HK$63 million, the Group is expected to record an estimated loss on the Disposal of approximately HK$2 million. The actual loss to be recorded by the Company is subject to final audit to be performed by the Company's auditors.

INTENDED USE OF PROCEEDS

The Company intends that the proceeds of the Disposal of HK$63 million will be applied towards the Group's general working capital. The Company may also apply the proceeds for new investment should any suitable investment opportunities arise.

LISTING RULES IMPLICATIONS

As one of the applicable percentage ratios (as defined under the Listing Rules) in respect of the Disposal exceeds 5% but is less than 25%, the Disposal constitutes a discloseable transaction of the Company and is subject to the reporting and announcement requirements but exempt from the Shareholders' approval requirement under Chapter 14 of the Listing Rules.

DEFINITIONS

In this announcement, unless otherwise indicated in the context, the following terms shall have the meanings set out below:

"Board"	the board of Directors
"Company"	Newtrend Group Holding Co., Ltd, a company established in the People's republic of China with limited liability, the shares of which are listed on the Main Board of the Stock Exchange (stock code: 2573)
"Completion"	completion of the Disposal pursuant to the Sale and Purchase Agreement
"Consideration"	the consideration of HK$63 million payable by the Fund to the Company for the Disposal
"Directors"	the directors of the Company
"Disposal"	the disposal of the Notes by the Company to the Fund pursuant to the Sale and Purchase Agreement
"Fund"	Sailing No. 3 Investment Limited Partnership Fund is a Hong Kong limited partnership fund, registered under the Limited Partnership Fund Ordinance (Chapter 637 of the laws of Hong Kong)

"General Partner"	Cornerstone Technology Investment Management Limited, a company with limited liability incorporated in the Hong Kong, and the general partner of the Fund
"Group"	the Company and its subsidiaries from time to time
"HK$"	Hong Kong Dollars, the lawful currency of Hong Kong
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Independent Third Party(ies)"	third party(ies) independent of and not connected with the Company and its connected persons
"Investment Manager"	ChangFeng Asset Management Limited, a company incorporated in Hong Kong with limited liability, being a corporation licensed to carry out type 4 (Advising on Securities), and type 9 (asset management) regulated activities under the SFO, and the investment manager of the Fund
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"Notes"	the cash management Notes issued by Kaufmann & Company Pan-Asia Limited
"PRC"	The People's Republic of China, which, for the purpose of this announcement, excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
"Sale and Purchase Agreement"	the sale and purchase agreement dated 28 May 2026 entered into between the Company, as vendor, and the Fund, as purchaser, in relation to the Disposal
"SFO"	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (as amended from time to time)
"Shareholders"	holders of the shares of the Company

"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"%"	per cent.

By order of the Board
Newtrend Group Holding Co., Ltd.
Mr. Wang Xiaoqiang
Chairman of the Board and Executive Director

Ji'an, PRC, 28 May 2026

As at the date of this announcement, the Board of the Company comprises Mr. Wang Xiaoqiang, Mr. Wang Hao, Ms. Chen Lijun, Mr. Wu Dingfeng and Ms. Zuo Yue as executive directors; Mr. Xiao Fan as non-executive director; and Dr. Song Jingjin, Dr. Zhang Xi and Mr. Lo Kwing Yu as independent non-executive directors.