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Oi Wah Pawnshop Credit Holdings Limited
靄華押業信貸控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1319)

CONTINUING CONNECTED TRANSACTIONS
TENANCY AGREEMENTS

TENANCY AGREEMENTS

Reference is made to the Previous Announcement. On 29 May 2026, Hing Wah HK, Wai Wah HK and Oi Wah HK entered into Tenancy Agreement II, Tenancy Agreement III and Tenancy Agreement IV with Kwan Chart Holding, Chart Man Investments and Kwan Chart Estate, respectively, to renew the leases of Property II, Property III and Property IV, respectively. As disclosed in the Previous Announcement, prior to entering into the abovementioned tenancy agreements, Oi Wah HK entered into Tenancy Agreement I with Full Honour for the lease of Property I on 28 January 2026.

LISTING RULES IMPLICATIONS

Hing Wah HK, Wai Wah HK and Oi Wah HK are indirectly wholly-owned subsidiaries of the Company.

As at the date of this announcement, each of Kwan Chart Holding, Chart Man Investments and Kwan Chart Estate was indirectly wholly-owned by the Chan Family Trust, the beneficiaries of which were the family members of the late Mr. Chan. As at the date of this announcement, the issued share capital of Full Honour was indirectly wholly-owned by Kwan Lik Trust whose trustee, TMF (Cayman) Limited, was a substantial shareholder of the Company. Kwan Lik Trust was a discretionary trust and the objects of which included Mr. Chan Kai Ho Edward (executive Director and substantial shareholder of the Company), Ms. Chan Mei Fong (executive Director and substantial shareholder of the Company), Ms. Chan Ying Yu (executive Director and substantial shareholder of the Company), Mr. Chan Kai Kow Macksion (non-executive Director) and Ms. Chan Nga Yu. Accordingly, each of Kwan Chart Holding, Chart Man Investments, Kwan Chart Estate and Full Honour is a connected person of the Company and the transactions contemplated under the Tenancy Agreements constitute continuing connected transactions under Chapter 14A of the Listing Rules.

The applicable percentage ratios (as defined in the Listing Rules) in respect of each of the Tenancy Agreements, on a standalone basis, are less than 5% with consideration less than HK$3,000,000 and therefore, the transactions contemplated under each of the Tenancy Agreements, on a standalone basis, constitute de minimis continuing connected transactions pursuant to Rule 14A.76(1) of the Listing Rules and are fully exempt from the independent Shareholders' approval, annual review and all disclosure requirements under Chapter 14A of the Listing Rules. However, given that the Tenancy Agreements are of a similar nature and are entered into within a 12-month period, and Kwan Chart Holding, Chart Man Investments, Kwan Chart Estate and Full Honour are associated with each other, the transactions contemplated under the Tenancy Agreements will be aggregated pursuant to Rule 14A.81 of the Listing Rules.

As the highest applicable percentage ratio (as defined in the Listing Rules) in respect of the aggregated annual cap under the Tenancy Agreements exceeds 0.1% but is less than 5%, the transactions contemplated under the Tenancy Agreements is subject to the reporting, announcement and annual review requirements under Chapter 14A of the Listing Rules but are exempt from the circular and the independent Shareholders' approval requirements.

BACKGROUND

Reference is made to the Previous Announcement. On 29 May 2026, Hing Wah HK, Wai Wah HK and Oi Wah HK entered into Tenancy Agreement II, Tenancy Agreement III and Tenancy Agreement IV with Kwan Chart Holding, Chart Man Investments and Kwan Chart Estate, respectively, to renew the leases of Property II, Property III and Property IV, respectively. As disclosed in the Previous Announcement, prior to entering into the abovementioned tenancy agreements, Oi Wah HK entered into Tenancy Agreement I with Full Honour for the lease of Property I on 28 January 2026.

Tenancy Agreement I

The principal terms of Tenancy Agreement I are set out as follows:

Date:	28 January 2026
Landlord:	Full Honour
Tenant:	Oi Wah HK
Premises:	Shop No. 10C on Level 1 of Shatin New Town, Nos.1-15 Wang Pok Street, Shatin, New Territories
Term:	One year commencing from 1 February 2026 and expiring on 31 January 2027

Rent:	HK$70,000 per calendar month (exclusive of rates, management fees, and utility fees)
Deposit:	HK$140,000 (equivalent to two months' rent)
Usage:	For lawful commercial purpose only

Tenancy Agreement II

Tenancy Agreement II was entered into for the renewal of Previous Tenancy Agreement II. The principal terms of Tenancy Agreement II are set out as follows:

Date:	29 May 2026
Landlord:	Kwan Chart Holding
Tenant:	Hing Wah HK
Premises:	Shop G-24A & Portion of G-25 on Ground Floor, Sun Hing Building, 603, 603A–B, 605, 605A, 607A–B, 609, 609A Nathan Road, 17A–B & 19 Soy Street, 174, 176 & 178 Portland Street, Mongkok, Kowloon
Term:	One year commencing from 8 June 2026 and expiring on 7 June 2027
Rent:	HK$75,000 per calendar month (exclusive of rates, management fees, and utility fees)
Management fee:	HK$3,630 per calendar month (subject to maximum 30% upward adjustment)
Deposit:	HK$150,000 (equivalent to two months' rent)
Usage:	For business purposes only

Tenancy Agreement III

Tenancy Agreement III was entered into for the renewal of Previous Tenancy Agreement III. The principal terms of Tenancy Agreement III are set out as follows:

Date:	29 May 2026
Landlord:	Chart Man Investments
Tenant:	Wai Wah HK
Premises:	Shop 6, Ground Floor, Wah May Building, Block B, Nos. 36C–36F Shantung Street, Kowloon
Term:	One year commencing from 8 June 2026 and expiring on 7 June 2027
Rent:	HK$70,000 per calendar month (exclusive of rates, management fees, and utility fees)
Deposit:	HK$140,000 (equivalent to two months' rent)
Usage:	For lawful commercial use only

Tenancy Agreement IV

Tenancy Agreement IV was entered into for the renewal of Previous Tenancy Agreement IV. The principal terms of Tenancy Agreement IV are set out as follows:

Date:	29 May 2026
Landlord:	Kwan Chart Estate
Tenant:	Oi Wah HK
Premises:	Rooms 2302–2303, Kwan Chart Tower, No. 6 Tonnochy Road, Wan Chai, Hong Kong
Term:	One year commencing from 31 May 2026 and expiring on 30 May 2027
Rent:	HK$45,000 per calendar month (inclusive of government rates and government rent)
Rental deposit:	HK$90,000 (equivalent to two months' rent)

Management fee deposit: HK$24,702

Usage: For lawful commercial purpose only

ANNUAL CAPS OF THE TENANCY AGREEMENTS

Based on the annual rent payable by the Group under the Tenancy Agreements, the annual caps for the transactions contemplated under the Tenancy Agreements are set out as follows. The annual caps were determined based on (i) the aggregate amounts of rent and management fee paid by the Group under the Previous Tenancy Agreements; and (ii) the aggregate amounts of rent and maximum management fee payable by the Group for the year ending 28 February 2027 and the year ending 29 February 2028 under the Tenancy Agreements.

	Year ending 28 February 2027	**Year ending 29 February 2028**
	HK$'000	*HK$'000*
Tenancy Agreement I	770	–
Previous Tenancy Agreement II	262	–
Tenancy Agreement II	697	261
Previous Tenancy Agreement III	259	–
Tenancy Agreement III	612	229
Previous Tenancy Agreement IV	140	–
Tenancy Agreement IV	407	134
Aggregate sum	3,147	624
Annual caps	3,147	624

The amount paid by the Group under Previous Tenancy Agreement II for the year ended 28 February 2026 was approximately HK$710,000. The amount paid by the Group under Previous Tenancy Agreement III for the year ended 28 February 2026 was approximately HK$702,000. The amount paid by the Group under Previous Tenancy Agreement IV for the year ended 28 February 2026 was approximately HK$425,000.

The rental payable under the Tenancy Agreements will be financed by the internal resources of the Group.

REASONS FOR AND BENEFITS OF ENTERING INTO THE TENANCY AGREEMENTS

The entering into of the Tenancy Agreements were for the purpose of operating our pawnshops and for use as our head office. The Group has been using Property I, Property II and Property III as pawnshops, and Property IV as office space. In order to avoid possible disruption to the Group's business, it is desirable for the Group to continue to rent the subject shops and office premises following the expiry of the Previous Tenancy Agreements.

The terms and monthly rental of the Tenancy Agreements were determined after arm's length negotiations with reference to the rental paid under the Previous Tenancy Agreements as well as the prevailing market rates of similar properties in the vicinity and the professional valuation report issued on 15 May 2026 by an independent property valuer.

The Directors (including the independent non-executive Directors and excluding Mr. Chan Kai Ho Edward, Ms. Chan Mei Fong, Ms. Chan Ying Yu and Mr. Chan Kai Kow Macksion) considered that the transactions contemplated under the Tenancy Agreements are in the ordinary and usual course of business of the Group and the terms of the Tenancy Agreements are on normal commercial terms and are fair and reasonable and in the interests of the Company and the shareholders of the Company as a whole.

Mr. Chan Kai Ho Edward, Ms. Chan Mei Fong, Ms. Chan Ying Yu and Mr. Chan Kai Kow Macksion, being Directors deemed to have a material interest in the transaction contemplated under the Tenancy Agreements, have abstained from voting on the relevant Board resolutions approving the Tenancy Agreements. Save as disclosed above, no other Directors is deemed to have a material interest in the Tenancy Agreements and no other Director is required to abstain from voting on the relevant Board resolutions.

LISTING RULES IMPLICATIONS

As at the date of this announcement, each of Kwan Chart Holding, Chart Man Investments and Kwan Chart Estate was indirectly wholly-owned by the Chan Family Trust, the beneficiaries of which were the family members of the late Mr. Chan. As at the date of this announcement, the issued share capital of Full Honour was indirectly wholly-owned by Kwan Lik Trust whose trustee, TMF (Cayman) Limited, was a substantial shareholder of the Company. Kwan Lik Trust was a discretionary trust and the objects of which included Mr. Chan Kai Ho Edward (executive Director and substantial shareholder of the Company), Ms. Chan Mei Fong (executive Director and substantial shareholder of the Company), Ms. Chan Ying Yu (executive Director and substantial shareholder of the Company), Mr. Chan Kai Kow Macksion (non-executive Director) and Ms. Chan Nga Yu. Accordingly, each of Kwan Chart Holding, Chart Man Investments, Kwan Chart Estate and Full Honour is a connected person of the Company and the transactions contemplated under the Tenancy Agreements constitute continuing connected transactions under Chapter 14A of the Listing Rules.

The applicable percentage ratios (as defined in the Listing Rules) in respect of each of the Tenancy Agreements, on a standalone basis, are less than 5% with consideration less than HK$3,000,000 and therefore, the transactions contemplated under each of the Tenancy Agreements, on a standalone basis, constitute de minimis continuing connected transactions pursuant to Rule 14A.76(1) of the Listing Rules and are fully exempt from the independent Shareholders' approval, annual review and all disclosure requirements under Chapter 14A of the Listing Rules. However, given that the Tenancy Agreements are of a similar nature and are entered into within a 12-month period, and Kwan Chart Holding, Chart Man Investments, Kwan Chart Estate and Full Honour are associated with each other, the transactions contemplated under the Tenancy Agreements will be aggregated pursuant to Rule 14A.81 of the Listing Rules.

As the highest applicable percentage ratio (as defined in the Listing Rules) in respect of the aggregated annual cap under the Tenancy Agreements exceeds 0.1% but is less than 5%, the transactions contemplated under the Tenancy Agreements is subject to the reporting, announcement and annual review requirements under Chapter 14A of the Listing Rules but are exempt from the circular and the independent Shareholders' approval requirements.

INFORMATION OF THE PARTIES TO THE TENANCY AGREEMENTS

The Group

The Group is a financing service provider in Hong Kong mainly providing secured financing, including pawn loans and mortgage loans under the provisions of the Pawnbrokers Ordinance and the Money Lenders Ordinance. Hing Wah HK, Wai Wah HK and Oi Wah HK are indirectly wholly-owned subsidiaries of the Company which are principally engaged in pawn loan business.

Kwan Chart Holding

Kwan Chart Holding, a company with limited liability incorporated in Hong Kong, is principally engaged in real estate investment in Hong Kong. As at the date of this announcement, the issued share capital of Kwan Chart Holding was indirectly wholly-owned by the Chan Family Trust, the beneficiaries of which were the family members of the late Mr. Chan.

Chart Man Investments

Chart Man Investments, a company with limited liability incorporated in Hong Kong, is principally engaged in real estate investment in Hong Kong. As at the date of this announcement, the issued share capital of Chart Man Investments was indirectly wholly-owned by the Chan Family Trust, the beneficiaries of which were the family members of the late Mr. Chan.

Kwan Chart Estate

Kwan Chart Estate, a company with limited liability incorporated in Hong Kong, is principally engaged in real estate investment in Hong Kong. As at the date of this announcement, the issued share capital of Kwan Chart Estate was indirectly wholly-owned by the Chan Family Trust, the beneficiaries of which were the family members of the late Mr. Chan.

Full Honour

Full Honour, a company with limited liability incorporated in Hong Kong, is principally engaged in real estate investment in Hong Kong. As at the date of this announcement, the issued share capital of Full Honour was indirectly wholly-owned by Kwan Lik Trust whose trustee, TMF (Cayman) Limited, was a substantial shareholder of the Company. Kwan Lik Trust was a discretionary trust and the objects of which included Mr. Chan Kai Ho Edward (executive Director and substantial shareholder of the Company), Ms. Chan Mei Fong (executive Director and substantial shareholder of the Company), Ms. Chan Ying Yu (executive Director and substantial shareholder of the Company), Mr. Chan Kai Kow Macksion (non-executive Director) and Ms. Chan Nga Yu.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions shall have the following meanings when used herein:

"Board"	the board of Directors
"Chan Family Trust"	a family trust of the late Mr. Chan, the beneficiaries of which were Mr. Chan's family members
"Chart Man Investments"	Chart Man Investments Limited, a company incorporated in Hong Kong with limited liability, whose issued share capital was indirectly wholly-owned by the Chan Family Trust
"Company"	Oi Wah Pawnshop Credit Holdings Limited (靄華押業信貸控股有限公司), a company incorporated under the laws of the Cayman Islands with limited liability, and the shares of which are listed on the Main Board of the Stock Exchange (stock code: 1319)
"Directors"	the director(s) of the Company
"Full Honour"	Full Honour Corporation Limited, a company incorporated in Hong Kong with limited liability, whose issued share capital was indirectly wholly-owned by Kwan Lik Trust whose trustee, TMF (Cayman) Limited, was a substantial shareholder of the Company

"Group"	the Company and its subsidiaries
"Hing Wah HK"	Hing Wah Pawnshop Credit Limited, a company incorporated in Hong Kong with limited liability and an indirectly wholly-owned subsidiary of the Company
"Kwan Chart Estate"	Kwan Chart Estate Company Limited, a company incorporated in Hong Kong with limited liability, whose issued share capital was indirectly wholly-owned by the Chan Family Trust
"Kwan Chart Holding"	Kwan Chart (Holding) Company Limited, a company incorporated in Hong Kong with limited liability, whose issued share capital was indirectly wholly-owned by the Chan Family Trust
"Kwan Lik Trust"	a discretionary trust of which the objects included Mr. Chan Kai Ho Edward (executive Director and substantial shareholder of the Company), Ms. Chan Mei Fong (executive Director and substantial shareholder of the Company), Ms. Chan Ying Yu (executive Director and substantial shareholder of the Company), Mr. Chan Kai Kow Macksion (non-executive Director) and Ms. Chan Nga Yu. The trustee of Kwan Lik Trust, TMF (Cayman) Limited, was a substantial shareholder of the Company
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"Money Lenders Ordinance"	The Money Lenders Ordinance (Chapter 163 of the laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
"Mr. Chan"	Mr. Chan Chart Man, a former executive Director
"Ms. Chan Nga Yu"	Ms. Chan Nga Yu, an executive director of Oi Wah HK, a substantial shareholder of the Company and the daughter of Mr. Chan
"Oi Wah HK"	Oi Wah Pawnshop Credit Limited, a company incorporated in Hong Kong with limited liability and an indirectly wholly-owned subsidiary of the Company
"Pawnbrokers Ordinance"	the Pawnbrokers Ordinance (Chapter 166 of the laws of Hong Kong) as amended, supplemented, or otherwise modified from time to time

"Previous Announcement"	the announcement of the Company dated 28 January 2026
"Properties"	Property I, Property II, Property III and Property IV
"Property I"	Shop No. 10C on Level 1 of Shatin New Town, Nos.1-15 Wang Pok Street, Shatin, New Territories
"Property II"	Shop G-24A & Portion of G-25 on Ground Floor, Sun Hing Building, 603, 603A–B, 605, 605A, 607A–B, 609, 609A Nathan Road, 17A–B & 19 Soy Street, 174, 176 & 178 Portland Street, Mongkok, Kowloon
"Property III"	Shop 6, Ground Floor, Wah May Building, Block B, Nos. 36C–36F Shantung Street, Kowloon
"Property IV"	Rooms 2302–2303, Kwan Chart Tower, No. 6 Tonnochy Road, Wan Chai, Hong Kong
"Previous Tenancy Agreement II"	the tenancy agreement dated 31 May 2025 entered into between Hing Wah HK and Kwan Chart Holding for the lease of Property II for a term of one year commencing from 8 June 2025 to 7 June 2026
"Previous Tenancy Agreement III"	the tenancy agreement dated 31 May 2025 entered into between Wai Wah HK and Chart Man Investments for the lease of Property III for a term of one year commencing from 8 June 2025 to 7 June 2026
"Previous Tenancy Agreement IV"	the tenancy agreement dated 31 May 2025 entered into between Oi Wah HK and Kwan Chart Estate for the lease of Property IV for a term of one year commencing from 31 May 2025 to 30 May 2026
"Previous Tenancy Agreements"	Previous Tenancy Agreement II, Previous Tenancy Agreement III, and Previous Tenancy Agreement IV
"Share(s)"	ordinary share(s) of the Company
"Shareholder(s)"	holder(s) of the Share(s)
"substantial shareholder(s)"	has the meaning ascribed to it in the Listing Rules
"Tenancy Agreement I"	the tenancy agreement entered into between Oi Wah HK and Full Honour for the lease of Property I on 28 January 2026

"Tenancy Agreement II"	the tenancy agreement entered into between Hing Wah HK and Kwan Chart Holding for the lease of Property II on 29 May 2026
"Tenancy Agreement III"	the tenancy agreement entered into between Wai Wah HK and Chart Man Investments for the lease of Property III on 29 May 2026
"Tenancy Agreement IV"	the tenancy agreement entered into between Oi Wah HK and Kwan Chart Estate for the lease of Property IV on 29 May 2026
"Tenancy Agreements"	Tenancy Agreement I, Tenancy Agreement II, Tenancy Agreement III and Tenancy Agreement IV
"Wai Wah HK"	Wai Wah Pawnshop Credit Limited, a company incorporated in Hong Kong with limited liability and an indirectly wholly-owned subsidiary of the Company
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong
"%"	per cent

By order of the Board of
Oi Wah Pawnshop Credit Holdings Limited
Chan Kai Ho Edward
Chairman, Chief Executive Officer and Executive Director

Hong Kong, 29 May 2026

As at the date of this announcement, the Board comprises Mr. Chan Kai Ho Edward (Chairman and Chief Executive Officer), Ms. Chan Mei Fong and Ms. Chan Ying Yu as executive Directors; Mr. Chan Kai Kow Macksion and Ms. Mak Siu Yee as non-executive Directors; and Mr. Lam On Tai, Dr. Leung Shiu Ki Albert and Dr. Yip Ngai as independent non-executive Directors.