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SIS INTERNATIONAL HOLDINGS LIMITED

新龍國際集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock code: 00529)

CONTINUING CONNECTED TRANSACTIONS IN RESPECT OF MASTER SUPPLY AGREEMENT

THE MASTER SUPPLY AGREEMENT

The Board announces that on 7 July, 2026, (1) SiS Thai, a non-wholly owned subsidiary of the Company; (2) SiS HK, a wholly owned subsidiary of the Company; and (3) SiS SG, a wholly owned subsidiary of the Company have entered into a Master Supply Agreement with SiS Cambodia for long term supply of IT products and related services. SiS Cambodia is wholly owned by the son-in-law of Mr. Lim, one of the executive Directors as well as a Controlling Shareholder of the Company.

LISTING RULES IMPLICATIONS

As at the date of this announcement, Mr. Lim, who is an executive Director, the chairman and chief executive officer of the Company, and a Controlling Shareholder of the Company under the Listing Rules. The son-in-law of Mr. Lim owns 100% equity interest of SiS Cambodia. Accordingly, the son-in-law of Mr. Lim and SiS Cambodia are deemed connected persons of the Company and the transactions contemplated under the Agreement constitute CCT of the Company under Chapter 14A of the Listing Rules.

Pursuant to Rule 14.07 of the Listing Rules, as one or more of the applicable percentage ratios calculated on the basis of the highest Annual Cap exceed 0.1% but all of the applicable percentage ratios are less than 5% on an annual basis and the CCT contemplated thereunder are subject to the reporting, announcement and annual review requirements under Chapter 14A of the Listing Rules but are exempted from the circular (including advice from the independent financial advisor) and Independent Shareholders' approval requirements pursuant to Rule 14A.76(2) of the Listing Rules.

MASTER SUPPLY AGREEMENTS

Date	7 July 2026
Parties	(1) SiS Thai. (2) SiS HK; (3) SiS SG, each of the company as a Supplier; and SiS Cambodia, as Customer
Effective period	7 July 2026 to 31 December 2028 (both days inclusive)
Subject matter	supply and purchase of IT products and related services
Pricing basis	Cost plus margin as determined on a case-by-case basis between the parties to cover costs and expenses incurred by the Supplier in the supply of the products or services and profit, provided that such price to be comparable to other independent customers of the Supplier on normal commercial terms in its ordinary and usual course of business
Payment terms	30 days from invoice date

ANNUAL CAPS AND BASIS

As at the date of this announcement, the accumulated historical transaction amount completed between SiS Thai and SiS Cambodia during the period from February 2026 up this announcement date was THB12.29 million (approximately to HK\$2.95 million); and no transaction conducted with SiS HK and SiS SG. The historical transaction amount was de minimis transactions and fully exempt under Listing Rule 14A.76(1) (c) as all the percentage ratios were less than 5% and the total amount was less than HK\$3,000,000.

Based on estimated demand, the Board has approved Annual Caps for year ending 31 December

2026: US\$2,900,000 (approximately HK\$22,620,000)

2027: US\$3,000,000 (approximately HK\$23,400,000)

2028: US\$3,000,000 (approximately HK\$23,400,000)

Basis of determination of the Annual Caps

The Annual Caps have been determined after taking into account:

- 1) the historical transactions between SiS Thai and SiS Cambodia;
- 2) the expected business growth in Cambodia, including the anticipated increase in demand from the Customer, as well as the Group's overall expansion in supplying its products; and

- 3) an approximately 5 % buffer for contingency to account for flexibility to the Group in case of any unforeseen increase in demands.

REASONS FOR AND BENEFITS OF ENTERING INTO THE AGREEMENT

Entering into the Agreement marks SiS Group's expansion of product distribution to Cambodia. The connected party has an established presence in the Cambodian market, enabling the Group to achieve immediate market access. The arrangement is expected to provide the following benefits:

- 1) Facilitate speedy penetration into Cambodia market through existing distribution channels;
- 2) Mitigate risks associated with new market entry, included but not limited to:
 - i. debt collection – leveraging the connected party's established customer relationships and credit management practices;
 - ii. inventory management – utilizing local expertise to optimize stock levels and reduce holding costs;
 - iii. local regulatory and taxation compliance – ensuring adherence to Cambodian laws and regulations through the connected party's existing infrastructure; and
 - iv. operational cost – more cost effective than establishing a standalone operation in an unfamiliar jurisdiction; and
- 3) Support sustainable business growth by leveraging a trusted partner with local market expertise.

The CCT are conducted on normal commercial terms and in the ordinary and usual course of business of the Group. The Independent Non-Executive Directors ("INEDs") are of the view that this arrangement will enhance the Group's regional expansion strategy while safeguarding shareholder interests. The Board (including the INEDs) believe that the terms of the CCT are fair and reasonable and in the interests of the Shareholders as a whole.

REMEDIAL MEASURES AND INTERNAL CONTROL PROCEDURES

To ensure that all the CCT are conducted on normal commercial terms or better; in accordance with the pricing policies of the Group; will not be prejudicial to the interests of the Company and the Shareholders as a whole; and the annual sales under the Agreement will not exceed the Annual Caps, the Group has adopted the following internal control measures:

- 1) transaction details and aggregated transaction amounts will be reviewed regularly to ensure that the CCT are following the pricing policy in according to the Agreement. The Board will be informed and take appropriate actions when the aggregated transaction amount in a year reaches 80% of the Annual Caps, or are expected to exceed the Annual Caps;

- 2) The Company's external auditors will review the CCT (which are subject to the annual review and disclosure requirements under the Listing Rules) annually to check and confirm (among others) whether the pricing terms have been adhered to and whether the relevant Annual Caps have been exceeded and that the transactions in all material aspects are conducted in accordance with the terms of the Agreement; and
- 3) The INEDs will review the CCT (which are subject to the annual review and disclosure requirements under the Listing Rules) annually to confirm whether such CCT are conducted in the ordinary and usual course of business of the Group; in accordance with the terms of Agreement; and effectiveness of the internal control in place.

Accordingly, the Directors consider that the internal control mechanism is effective to ensure that the transactions contemplated under the Agreement will be conducted on normal commercial terms or better and not prejudicial to the interests of the Company and the Shareholders as a whole.

INFORMATION OF THE GROUP AND THE PARTIES TO THE AGREEMENT

The Company is an investment holding company and the principal business of the Group includes real estate investment, mobile & IT products distribution as well as investments in promising businesses and securities.

SiS Thai, a company incorporated in Thailand and is 60.8% owned subsidiary of the Company, with its shares listed on the Stock Exchange of Thailand (Stock Code: SIS). Its principal activity is distribution of computer components, smartphone, office automation equipment, service and rental of computers and accessories in Thailand.

SiS HK, a company incorporated in Hong Kong and is an indirect wholly owned subsidiary of the Company. Its principal activity is distribution of IT products and provision of service in Hong Kong.

SiS SG, a company incorporated in Singapore and is an indirect wholly owned subsidiary of the Company. Its principal activity is distribution of IT products and provision of service in Singapore.

SiS Cambodia is a company incorporated in Cambodia with limited liability, wholly owned by the son-in-law of Mr. Lim and principally engaged in wholesale of machinery, equipment and supplies. SiS Cambodia is a deemed connected person of the Company.

LISTING RULES IMPLICATIONS

Mr. Lim is an executive Director, the chairman and chief executive officer of the Company, and the Controlling Shareholder of the Company. Mr. Lim had personal and family interests in 6,187,200 Shares and corporate interest in 178,640,000 Shares in the Company (in aggregate representing 66.49% of issued Shares). He is a Connected Person of the Company under Chapter 14A of the Listing Rules.

The son-in-law of Mr. Lim who owned 100% equity interest of SiS Cambodia is a deemed Connected Person of the Company and the transactions contemplated under the Agreement constitute CCT of the Company under Chapter 14A of the Listing Rules.

Pursuant to Rule 14.07 of the Listing Rules, as one or more of the applicable percentage ratios calculated on the basis of the highest Annual Cap exceed 0.1% but all of the applicable percentage ratios are less than 5% on an annual basis and the CCT contemplated thereunder are subject to the reporting, announcement and annual review requirements under Chapter 14A of the Listing Rules but are exempted from the circular (including independent financial advice) and independent shareholders' approval requirements pursuant to Rule 14A.76(2) of the Listing Rules.

In accordance with the Listing Rules, the following connected persons and their associates, who have a material interest in the transaction have abstained from voting on the relevant board resolutions in respect of, among others, the CCT under Agreement:

Mr. Lim Hwee Hai, an executive Director of the Company, a director of SiS Thai, SiS HK and SiS SG, the brother-in-law of Mr. Lim, father of Mr. Lim Ee Ray, spouse of Madam Lim Hwee Noi;

Madam Lim Hwee Noi, an executive Director of the Company, spouse of Mr. Lim Hwee Hai and sister of Mr. Lim, mother of Mr. Lim Ee Ray;

Mr. Lim Ee Ray, an executive Director of the Company and a director of SiS Thai, son of Mr. Lim Hwee Hai and Madam Lim Hwee Noi, nephew of Mr. Lim, and cousin of Mr. Lim Yi Alex; and

Mr. Lim Yi Alex, an executive Director of the Company and a director of SiS Thai, son of Mr. Lim, nephew of Mr. Lim Hwee Hai and Madam Lim Hwee Noi, cousin of Mr. Lim Ee Ray.

Each of the above individuals is regarded as an associate of the Controlling Shareholder under Chapter 14A of the Listing Rules. Accordingly, they and their respective associates have abstained from voting on the Board resolution to approve the CCT.

Save as disclosed above, no other director is required to abstain from voting on the relevant Board resolutions.

DEFINITIONS

Unless the context requires otherwise, the capitalized terms used in this announcement shall have the following meanings:

“Annual Caps”	The annual caps for the transactions contemplated under the Agreement for each of the three years ending 31 December 2026, 31 December 2027 and 31 December 2028, amounted to HK\$22,620,000, HK\$23,400,000 and HK\$23,400,000 respectively
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“associate(s)”	has the meaning as ascribed to it under the Listing Rule
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“Agreement”	the master supply agreement dated 7 July 2026 entered into by (1) SiS Thai; (2) SiS HK; (3) SiS SG as suppliers and SiS Cambodia as customer for the supply and purchase of IT products and related services
“Board”	the board of Directors of the Company
“Company”	SiS International Holdings Limited, a company incorporated in Bermuda with limited liability, the shares of which are listed on the Stock Exchange (Stock Code: 00529)
“Connected Person”	has the meaning as ascribed to it under the Listing Rule
“Controlling Shareholder”	has the meaning as ascribed to it under the Listing Rule and/or Securities and Futures Ordinance
“continuing connected transaction(s)”/ “CCT”	has the meaning as ascribed to it under the Listing Rule
“Director(s)”	the director(s) of the Company
“Group”	the Company and its subsidiaries
“Hong Kong” or “HK”	the Hong Kong Special Administrative Region of the People’s Republic of China
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Mr. Lim”	Mr. Lim Kiah Meng, executive Director, chairman, chief executive officer and the Controlling Shareholder of the Company, a director of SiS Thai, SiS HK and SiS SG
“SiS Cambodia”/ “Customer”	SiS Technology (Cambodia) Company Limited, a company incorporated in Cambodia, 100% owned by Mr. Tai Pounlork, son-in-law of Mr. Lim of the Company, as Customer in the Agreement
“SiS HK”/ “Supplier”	SiS International Limited, a company incorporated in Hong Kong and is an indirect wholly owned subsidiary of the Company, as one of the Suppliers in the Agreement
“SiS SG”/ “Supplier”	SiS Technologies Pte. Ltd., a company incorporated in Singapore and is an indirect wholly owned subsidiary of the Company, as one of the Suppliers in the Agreement

“SiS Thai”/ “Supplier”	SiS Distribution (Thailand) Public Company Limited, a company incorporated in Thailand and is an indirect 60.8% owned subsidiary of the Company, with the shares listed on the Stock Exchange of Thailand (Stock Code: SIS), as one of the Suppliers in the Agreement
“Shares”	Issued ordinary shares of HK\$0.10 each of the Company
“Shareholders”	shareholders of the Company, holders of the Shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“US\$”	Units State dollars, the lawful currency of USA
“%”	per cent

The exchange rate adopted for the purpose of this announcement is HK\$7.8 to USD 1.

On behalf of the Board of
SIS INTERNATIONAL HOLDINGS LIMITED
Lim Kiah Meng
Chairman and Chief Executive Officer

Hong Kong, 7 July 2026

As at the date of this announcement, the executive directors are Mr. Lim Kiah Meng, Mr. Lim Hwee Hai, Madam Lim Hwee Noi, Mr. Lim Ee Ray, and Mr. Lim Yi Alex. The independent non-executive directors are Ms. Ng See Wai Rowena, Ms. Doe Julianne Pearl, and Ms. Chu Chung Yi.

** For identification purposes only*