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泓盈集團
HOLLWIN

HOLLWIN URBAN OPERATION SERVICE GROUP CO., LTD

泓盈城市運營服務集團股份有限公司

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

(Stock Code: 02529)

COMPLETION OF DISCLOSEABLE AND CONNECTED TRANSACTION ACQUISITION OF THE ENTIRE ISSUED SHARE CAPITAL OF THE TARGET COMPANY

Reference is made to the announcement of Hollwin Urban Operation Service Group Co., Ltd (the “**Company**”) dated 17 April 2026, and the circular of the Company dated 12 June 2026 (the “**Circular**”) in relation to, among other things, the Acquisition and the Subsequent Share Purchase Arrangement. Unless otherwise defined herein, capitalised terms used in this announcement have the same meanings as defined in the Circular.

COMPLETION

The Board is pleased to announce that all the Conditions Precedent have been satisfied or waived and Completion took place on 2 July 2026.

Upon Completion, the Target Company has become a wholly-owned subsidiary of the Company and its financial results will be consolidated into the financial statements of the Company.

THE SUBSEQUENT SHARE PURCHASE ARRANGEMENT

As disclosed in the section headed “The Subsequent Share Purchase Arrangement” in the Circular, the execution of the Share Transfer Agreement among CSUDGCL, the Individual Shareholders and the Company is a Condition Precedent to Completion under the Share Acquisition Agreement.

The Share Transfer Agreement was duly executed on 2 July 2026. Under the Share Acquisition Agreement, the aggregate consideration payable to the five Individual Shareholders is RMB24,276,315 (being 49% of the total Consideration of RMB49,543,500), apportioned among them in proportion to their respective equity interests in the Target Company, and their aggregate after-tax cash consideration is RMB21,944,683.07. Pursuant to the Share Transfer Agreement, (i) 50% of that after-tax amount, being RMB10,972,341.54 (the “**Transfer Price**”), has been applied by the Individual Shareholders towards the acquisition of the Sale Shares from CSUDGCL; and (ii) the number of Sale Shares is derived by dividing the Transfer Price by the unit transfer price of RMB2.6748 per Sale Share (referenced to the 30-trading-day average closing price of the H Shares of HK\$3.0487, rounded up to two decimal places to HK\$3.05 per Share, translated into RMB at the prevailing RMB/HK\$ exchange rate), as further described in note (2) below. The figures below are based on the 160,000,000 Shares in issue (comprising 120,000,000 Unlisted Shares and 40,000,000 H Shares) as at the date of this announcement. The aggregate Transfer Price was apportioned among the five Individual Shareholders by reference to their respective shareholdings, and the corresponding number of Sale Shares was rounded down to the nearest whole Share. The detailed calculation is set out below:

(a) Funds applied and Sale Shares acquired

Individual Shareholder	Stake in Target Company	Proportion among Individual Shareholders ⁽¹⁾	Sale Shares ⁽²⁾	Transfer price/funds applied (RMB) ⁽³⁾
Mr. Liu Junqing	12.8%	26.1224%	1,071,589	2,866,244.07
Mr. Yang Guanzhong	12.4%	25.3061%	1,038,102	2,776,674.36
Ms. Yang Hong	12.4%	25.3061%	1,038,102	2,776,674.36
Ms. Yang Yujuan	8.2%	16.7347%	686,487	1,836,188.40
Mr. Tang Weiping	3.2%	6.5306%	267,897	716,560.35
Total	49%	100.0000%	4,102,177	10,972,341.54

Notes:

- (1) The “Proportion among Individual Shareholders” is each Individual Shareholder’s number of Sale Shares (after rounding down) expressed as a percentage of the total Sale Shares. These percentages differ slightly from each Individual Shareholder’s stake in the Target Company as a result of the rounding-down of fractional shares described in note (2).
- (2) The number of Sale Shares attributable to each Individual Shareholder was determined by dividing 50% of his/her after-tax cash consideration by the unit transfer price of RMB2.6748 per Share and rounding down to the nearest whole Share, giving an aggregate of 4,102,177 Sale Shares.

- (3) The aggregate Transfer Price of RMB10,972,341.54 (being 50% of the aggregate after-tax cash consideration of RMB21,944,683.07) was apportioned among the Individual Shareholders by reference to their respective rounded shareholdings to arrive at the transfer price set out in the Share Transfer Agreement.

(b) Shareholding position before and after the transfer of the Sale Shares

Shareholder	Before the transfer of the Sale Shares (Shares)	Approx. % of total issued Shares	After the transfer of the Sale Shares (Shares)	Approx. % of total issued Shares
CSUDGCL (beneficial owner/ interest held by a controlled corporation)	120,000,000 (Unlisted Shares)	75.00	115,897,823 (Unlisted Shares)	72.44
Individual Shareholders (aggregate)	–	–	4,102,177 (Unlisted Shares)	2.56
Other H Shareholders	40,000,000 (H Shares)	25.00	40,000,000 (H Shares)	25.00
Total	160,000,000	100.00	160,000,000	100.00

Note: The figures above are subject to rounding.

By Order of the Board
Hollwin Urban Operation Service Group Co., Ltd
Mr. Xie Yi
Chairman and Executive Director

Changsha, Hunan Province, the PRC
8 July 2026

As at the date of this announcement, the Board comprises Mr. Xie Yi, Mr. Yang Xin and Mr. Duan Wenming as executive directors; Mr. Yu Xiao as non-executive director; and Ms. Chan Ka Lai Vanessa, Dr. Dai Xiaofeng and Mr. Tse Chi Wai as independent non-executive directors.