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ELL Environmental Holdings Limited

強泰環保控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1395)

DISCLOSEABLE TRANSACTION ACQUISITION OF EQUIPMENT

INTRODUCTION

The Board is pleased to announce that on 14 July 2026 (after trading hours), the Buyer, an indirect non-wholly owned subsidiary of the Company, entered into the Sale and Purchase Agreement with the Seller, pursuant to which the Buyer shall purchase the Equipment from the Seller at a consideration of US\$3,512,000 (equivalent to approximately HK\$27,393,600).

LISTING RULES IMPLICATIONS

The highest Applicable Percentage Ratio for the Acquisition exceeds 5% but is less than 25%. Hence, the Acquisition constitutes a discloseable transaction for the Company under Chapter 14 of the Listing Rules, and is therefore subject to the notification and publication requirements under Chapter 14 of the Listing Rules.

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THE SALE AND PURCHASE AGREEMENT

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

Date:	14 July 2026
Parties:	(1) PT Rimba Palma Sejahtera Lestari as the Buyer; and (2) Hong Kong Core Xin Technology Co., Limited as the Seller.
Assets to be acquired:	The Equipment, comprising 1,600 units of the VolcMiner D1 (an application-specific integrated circuit machine), together with all accompanying components, accessories, and documentation.
Consideration:	US\$3,512,000 (equivalent to approximately HK\$27,393,600). The consideration was determined after arm's length negotiations between the Buyer and the Seller, after taking into account, among other things, the market prices of similar products and the reasons for and benefits of the Acquisition described in the section headed "Reasons for and benefits of the Acquisition" below. The consideration shall be paid in cash in equal monthly installments over a period of 48 months, each installment being approximately US\$73,167 (equivalent to approximately HK\$570,702.60). The first installment will be due on the last day of the second full calendar month following installation of the Equipment, and each subsequent installment will be due on the corresponding day of each following month until the consideration is paid in full. The consideration will be funded by the Company's internal resources.
Expected Delivery Date:	On or around August 2026.
Warranty Period:	The warranty period shall be a period of 12 months from the actual delivery date, during which the Seller shall repair or replace all or any part of the Equipment which is defective upon written notice from the Buyer.

Fiduciary Security: As security for the due payment of all amounts payable by the Buyer under the Sale and Purchase Agreement, the Buyer shall, in favour of the Seller, execute a fiduciary security (*jaminan fidusia*) deed over the Equipment, which shall be released upon the full payment of the consideration by the Buyer. The fiduciary security has no material adverse effect on the operation and management of the Group's business.

GENERAL INFORMATION OF THE PARTIES

The Company is an investment holding company. The Group is primarily engaged in: (1) the construction and operation of wastewater treatment facilities; (2) the construction and operation of biomass power plants; (3) the sale of wood pellets; and (4) the provision of information technology services.

The Buyer, an indirect 95%-owned subsidiary of the Company, is a limited liability company established under the laws of Indonesia, primarily engaged in the business of data processing and related technology and information service activities in Jambi, Indonesia.

The Seller, a company incorporated in Hong Kong with limited liability, is primarily engaged in the business of technology related business activities and is directly owned as to 72.5% and 27.5% by Mr. Xie Dan and Zestful Investing Limited respectively. Zestful Investing Limited is in turn wholly-owned by Mr. Shan Jun.

To the best of the Directors' knowledge, information and belief after having made all reasonable enquiries, the Seller and its ultimate beneficial owner(s) are third parties independent of the Company and its connected persons.

REASONS FOR AND BENEFITS OF THE ACQUISITION

The Group operates a biomass power plant with existing power generation capacity and related infrastructure. The Acquisition forms part of the Group's strategy to enhance the commercial value of its energy assets by expanding into high-performance computing and digital infrastructure services.

The ASIC equipment will be deployed within the Group's data center to provide managed digital processing capacity and related infrastructure services to customers under long-term commercial arrangements. By integrating power generation with data center operations, the Group expects to improve the utilization of its generating assets, diversify its revenue streams, and capture greater value from electricity that may otherwise be exported to the grid or remain underutilized.

The Directors believe that the Acquisition will strengthen the Group's digital infrastructure capabilities, improve operational flexibility in allocating available power resources between different commercial applications, and position the Group to benefit from the growing demand for energy-intensive computing services.

Having considered the above, the Directors are of the view that the Sale and Purchase Agreement and the transactions contemplated thereunder are on normal commercial terms, are fair and reasonable, and in the interests of the Company and the Shareholders as a whole.

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DEFINITIONS

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

“Acquisition”	the acquisition of the Equipment by the Buyer pursuant to the Sale and Purchase Agreement
“Applicable Percentage Ratio”, “connected person(s)” and “subsidiary(ies)”	each has the meaning ascribed to it under the Listing Rules
“Board”	board of Directors
“Buyer”	PT Rimba Palma Sejahtera Lestari, a limited liability company established under the laws of Indonesia and an indirect 95%-owned subsidiary of the Company
“Company”	ELL Environmental Holdings Limited, a company incorporated in the Cayman Islands with limited liability, the issued Shares of which are listed on the Main Board of the Stock Exchange (stock code: 1395)
“Director(s)”	the director(s) of the Company
“Equipment”	1,600 units of the VolcMiner D1 (an application-specific integrated circuit machine), together with all accompanying components, accessories, and documentation
“Group”	the Company and its subsidiaries from time to time
“HK\$” or “HKD”	Hong Kong dollar, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Listing Rules”	the Rules Governing the Listing of Securities on the Main Board of the Stock Exchange

“PRC”	the People’s Republic of China which, for the purpose of this announcement, refers to Mainland China only
“Sale and Purchase Agreement”	the sale and purchase agreement dated 14 July 2026 entered into by the Buyer and the Seller for the Acquisition
“Seller”	Hong Kong Core Xin Technology Co., Limited, a company incorporated in Hong Kong with limited liability
“Share(s)”	ordinary share(s) of par value HK\$0.0001 each in the share capital of the Company
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“%”	Per cent

Note: In this announcement, the exchange rate of US\$1 to HK\$7.8 has been used for reference only.

For and on behalf of
ELL Environmental Holdings Limited
Chan Kwan
Executive Director and Chief Executive Officer

Hong Kong, 14 July 2026

As at the date of this announcement, the Board comprises Mr. Chau On Ta Yuen (Chairman), Mr. Chan Kwan (Chief Executive Officer), Mr. Chan Pak Lam Brian and Mr. Chau Chi Yan Benny as executive Directors, Mr. Radius Suhendra as a non-executive Director, and Ms. Ng Chung Yan Linda, Mr. Ng Man Kung and Ms. Leung Bo Yee Nancy as independent non-executive Directors.

* *For identification purpose only*