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Easyhold Group Holdings Limited
誼和股份有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1703)

PROPOSED RIGHTS ISSUE ON THE BASIS OF ONE (1) RIGHTS SHARE FOR EVERY ONE (1) SHARE HELD AT THE CLOSE OF BUSINESS ON THE RECORD DATE ON A NON-UNDERWRITTEN BASIS

Placing Agent

ADVENT
宏智證券(香港)
Advent Securities (Hong Kong) Limited

PROPOSED RIGHTS ISSUE

The Board proposes to conduct the Rights Issue on the basis of one (1) Rights Share for every one (1) Share held as at the Record Date at the Subscription Price of HK$0.50.

Assuming there is no change in the total number of issued Shares from the date of this announcement up to and including the Record Date, the Company will issue up to 138,000,000 Rights Shares and raise proceeds of up to approximately HK$69.0 million before expenses.

The Company will provisionally allot to the Qualifying Shareholders one (1) Rights Share in nil-paid form for every one (1) Share in issue and held on the Record Date, which is currently expected to be on Thursday, 24 September 2026. The Rights Issue will not be available to the Non-Qualifying Shareholders. The Rights Issue will proceed on a non-underwritten basis irrespective of the level of acceptances of the provisionally allotted Rights Shares. In the event that the Rights Issue is undersubscribed, the size of the Rights Issue will be reduced accordingly.

The estimated net proceeds of the Rights Issue, after deducting the estimated expenses in connection with the Rights Issue, will be approximately HK$66.9 million (assuming there is no change in the total number of issued Shares from the date of this announcement up to and including the Record Date).

LISTING RULES IMPLICATIONS

In accordance with Rule 7.19A(1) and Rule 7.27A(1) of the Listing Rules, as the Rights Issue will increase the total number of issued Shares of the Company by more than 50% within 12 months period immediately preceding the date of this announcement, the Rights Issue is conditional upon the minority Shareholders' approval at the EGM.

As at the date of this announcement, the Company does not have any controlling Shareholder. Accordingly, the Directors (excluding the independent non-executive Directors) and the chief executive of the Company and their respective associates shall abstain from voting in favour of the resolution(s) approving the Rights Issue at the EGM in accordance with Rule 7.27A(1) of the Listing Rules.

As at the date of this announcement, no Shareholder has informed the Company that he/she/it intends to vote in favour of or against the resolution(s) in relation to the Rights Issue.

GENERAL

The Company has established the Independent Board Committee, comprising all the independent non-executive Directors, namely Mr. Wong Che Sang, Ms. Zhao Ming and Ms. Yin Shilu, to advise the Independent Shareholders in respect of the Rights Issue and as to the voting action therefor.

The Circular containing, among other things, (i) further information regarding the Rights Issue, the Placing Agreement and the transactions contemplated thereunder; (ii) a letter of recommendation from the Independent Board Committee to the Independent Shareholders in respect of the Rights Issue; (iii) a letter of advice from the independent financial adviser to the Independent Board Committee and the Independent Shareholders in respect of the Rights Issue; (iv) other information required under the Listing Rules; and (v) the notice of the EGM is expected to be despatched to the Shareholders on or before Monday, 7 September 2026.

SHAREHOLDERS AND POTENTIAL INVESTORS OF THE COMPANY ARE ADVISED TO EXERCISE CAUTION WHEN DEALING IN THE SECURITIES OF THE COMPANY, AND IF THEY ARE IN ANY DOUBT ABOUT THEIR POSITION, THEY SHOULD CONSULT THEIR OWN PROFESSIONAL ADVISERS.

PROPOSED RIGHTS ISSUE

The Board proposes to conduct the Rights Issue on the basis of one (1) Rights Share for every one (1) Share held as at the Record Date. Set out below are the details of the Rights Issue statistics.

Rights Issue Statistics

Basis of the Rights Issue	:	One (1) Rights Share for every one (1) Share held by the Qualifying Shareholders at the close of business on the Record Date
Subscription Price	:	HK$0.50 per Rights Share
Number of Shares in issue as at the date of this announcement	:	138,000,000 Existing Shares
Number of Rights Shares to be issued pursuant to the Rights Issue	:	Up to 138,000,000 Shares
Aggregate nominal value of the Rights Shares	:	Up to HK$13,800,000
Total number of Shares in issue immediately upon completion of the Rights Issue	:	Up to 276,000,000 Shares
Maximum funds raised before expenses	:	Up to approximately HK$69.0 million (assuming all the Rights Shares will be taken up)
Net price per Rights Share (i.e. Subscription Price less cost and expenses incurred in the Rights Issue)	:	Approximately HK$0.485 per Rights Share (assuming full subscription under the Rights Issue and no change in the number of Shares)
Net proceeds from the Rights Issue	:	Up to approximately HK$66.9 million

As at the date of this announcement, the Company has outstanding scheme mandate limit under the Share Option Scheme which was approved by a resolution of the Shareholders passed on 25 January 2019 is 10,000,000 Shares. As no Share Option has been granted, the remaining un-utilised scheme mandate limit is 10,000,000 shares. The Company has no intention to grant or vest any Share Option(s) on or before the Record Date.

Save for the Share Option, the Group had no outstanding debt securities, derivatives, options, warrants, convertible securities or other similar securities which are convertible or exchangeable into the Shares.

Assuming no Shares are issued or repurchased on or before the Record Date, the maximum number of 138,000,000 Rights Shares to be issued pursuant to the terms of the proposed Rights Issue represents approximately 100% of the total number of the existing issued Shares as at the date of this announcement and approximately 50% of the total number of the issued Shares as enlarged by the allotment and issue of the Rights Shares immediately upon completion of the Rights Issue.

The Subscription Price

The Subscription Price is HK$0.50 per Rights Share, which shall be payable in full by a Qualifying Shareholder upon acceptance of the relevant provisional allotment of the Rights Shares under the Rights Issue or when a transferee of nil-paid Rights Shares applies for the Rights Shares. According to the relevant Cayman Islands laws, the Company shall not issue Shares at a price below its par value.

The Subscription Price represents:

(i) a discount of approximately 48.98% over the closing price of HK$0.98 per Share as quoted on the Stock Exchange on the Last Trading Day;

(ii) a discount of approximately 47.03% over the average closing price of HK$0.944 per Share as quoted on the Stock Exchange for the five consecutive trading days up to and including the Last Trading Day;

(iii) a discount of approximately 32.43% over the theoretical ex-rights price of HK$0.74 per Share based on the closing price of HK$0.98 per Share as quoted on the Stock Exchange on the Last Trading Day;

(iv) a theoretical dilution effect (as defined under Rule 7.27B of the Listing Rules) of approximately 24.49%, represented by the theoretical diluted price of approximately HK$0.74 per Share to the benchmarked price of approximately HK$0.98 per Share (as defined under Rule 7.27B of the Listing Rules, taking into account the higher of the closing price on the Last Trading Day of HK$0.98 per Share and the average of the closing prices of the Shares as quoted on the Stock Exchange for the five (5) consecutive trading days immediately prior to the Last Trading Day of the approximately HK$0.936 per Share; and

The Subscription Price was determined with reference to (i) the recent market price and the low trading volume of the Shares; (ii) the prevailing market conditions of the capital market in Hong Kong; (iii) the latest business performance and financial position of the Group; and (iv) the reasons for and benefits of the Rights Issue as discussed in this announcement.

The Board (excluding the members of the Independent Board Committee whose opinion will be set out after considering the advice from the independent financial adviser) considers that the terms of the Rights Issue, including the Subscription Price, are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

Non-underwritten basis

Subject to the fulfilment of the conditions of the Rights Issue, the Rights Issue will proceed on a non-underwritten basis irrespective of the level of acceptances of the provisionally allotted Rights Shares.

In the event that the Rights Issue is not fully subscribed, any Unsubscribed Rights Shares together with the NQS Unsold Rights Shares will be placed on a best effort basis by the Placing Agent to independent placees under the Placing. Any Unsubscribed Rights Shares or NQS Unsold Rights Shares which remain not placed under the Placing will not be issued by the Company and the size of the Rights Issue will be reduced accordingly.

The Cayman Islands legal adviser of the Company has confirmed that there is no minimum subscription amount required to be raised from the Rights Issue under Cayman Islands law.

As the Rights Issue will proceed on a non-underwritten basis, a Shareholder who applies to take up all or part of his/her/its entitlement under the PAL may unwittingly incur an obligation to make a general offer for the Shares under the Takeovers Code. Accordingly, the Rights Issue will be made on terms that the Company will provide for the Shareholders (other than HKSCC Nominees Limited) to apply on the basis that if the Rights Shares are not fully taken up, the application of any Shareholder for his/her/its assured entitlement under the Rights Issue will be scaled down to a level which does not trigger an obligation on part of the relevant Shareholder to make a general offer under the Takeovers Code in accordance to the note to Rule 7.19(5)(b) of the Listing Rules.

Conditions of the Rights Issue

The Rights Issue is conditional upon each of the following conditions being fulfilled:

(i) the passing by more than 50% of the votes cast by the Independent Shareholders by way of poll of all necessary resolutions to be proposed at the EGM for the transactions contemplated under the Rights Issue to be effective in compliance with the Listing Rules, including but not limited to approving, confirming and/or ratifying the Rights Issue, including the allotment and issue of the Rights Shares in their nil-paid and fully-paid forms;

(ii) the delivery of the Prospectus Documents to the Stock Exchange and the issue by the Stock Exchange on or before the Posting Date of a certificate authorising registration of the Prospectus Documents with the Registrar of Companies in Hong Kong;

(iii) following registration, the posting of the Prospectus Documents to the Qualifying Shareholders and the publication of the Prospectus Document on the website of the Stock Exchange on or before the Posting Date;

(iv) the grant of listing of the Rights Shares (in both nil-paid and fully paid forms) by the Stock Exchange (either unconditionally or subject only to the allotment and despatch of the share certificates in respect thereof) and the grant of permission to deal in the nil-paid Rights Shares and the fully-paid Rights Shares by the Stock Exchange (and such permission and listing not subsequently having been withdrawn or revoked); and

(v) all other necessary waivers, consent and approvals (if required) from the relevant governmental or regulatory authorities for the Rights Issue and the transaction contemplated thereunder having been obtained and fulfilled.

None of the above conditions can be waived as the Rights Issue is subject to the above conditions, it may or may not proceed.

As at the date of this announcement, none of the conditions has been satisfied.

Status of the Rights Shares

The Rights Shares (when allotted, fully-paid or credited as fully paid and issued) will rank *pari passu* in all respects among themselves on the date of allotment and issue of the Rights Shares. Holders of the fully-paid Rights Shares will be entitled to receive all future dividends and distributions which may be declared, made or paid on or after the date of allotment and issue of the fully paid Rights Shares. Dealings in the Rights Shares in both their nil-paid and fully-paid forms will be subject to payment of stamp duty, Stock Exchange trading fee, transaction levy, investor compensation levy or any other applicable fees and charges in Hong Kong.

Qualifying Shareholders

The Rights Issue is only available to the Qualifying Shareholders. To qualify for the Rights Issue, a Shareholder must be registered as a member of the Company on the Record Date and not be a Non-Qualifying Shareholder.

In order to be registered as members of the Company prior to the closing of business on the Record Date, all transfers of Shares (together with the relevant share certificates and instruments of transfer) must be lodged with the Company's branch share registrar, Tricor Investor Services Limited, 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, by 4:30 p.m. on Friday, 2 October 2026.

Closure of register of members

The register of members of the Company will be closed from Monday, 5 October to Friday, 9 October 2026 (both days inclusive) for determining the entitlements to the Rights Issue. No transfer of Shares will be registered during this period.

Basis of provisional allotment

The basis of the provisional allotment shall be one (1) Rights Share (in nil-paid form) for every one (1) Share held by the Qualifying Shareholders as at close of business on the Record Date. There will be no excess application arrangements in relation to the Rights Issue.

Acceptance for all or any part of a Qualifying Shareholder's provisional allotment should be made only by lodging a duly completed PAL with a remittance for the Rights Shares being accepted with the Registrar by the Latest Time for Acceptance.

Arrangement on odd lot trading

In order to facilitate the trading of odd lots (if any) of the Shares, a designated broker will be appointed to stand in the market to match the purchase and sale of odd lots of the Shares at the relevant market price, on a best effort basis. Shareholders should note that matching of the sale and purchase of odd lots of the Shares is not guaranteed. Any Shareholder who is in any doubt about the odd lots arrangement is recommended to consult his/her/its own professional advisers.

Further details in respect of the odd lots trading arrangement will be set out in the Prospectus.

Rights of Overseas Shareholders (if any)

The Prospectus Documents are not intended to be registered or filed under the applicable securities legislation of any jurisdiction other than Hong Kong. The Board will make enquiry regarding the legal restrictions under the laws of the relevant overseas places and the requirements of the relevant regulatory body or stock exchange pursuant to Rule 13.36(2)(a) of the Listing Rules. If, after making such enquiry and based on legal opinion provided by the legal advisers to the Company, the Board is of the opinion that it would be necessary or expedient not to offer the Rights Shares to any Overseas Shareholders on account either of the legal restrictions under the laws of the relevant place(s) or the requirements of the relevant regulatory body or stock exchange in the relevant place(s), no offer of the Rights Shares will be made to such Overseas Shareholders. Accordingly, the Rights Issue will not be extended to the Non-Qualifying Shareholders.

The basis for excluding the Non-Qualifying Shareholders, if any, from the Rights Issue will be set out in the Prospectus to be issued.

Arrangements will be made for the Rights Shares which would otherwise have been provisionally allotted to the Non-Qualifying Shareholders, to be sold in the market in their nil-paid form as soon as practicable after dealings in the Rights Shares in their nil-paid form commence and before dealings in the Rights Shares in their nil-paid form end, if a premium (net of expenses) can be obtained. The proceeds of such sale, less expenses and stamp duty, of more than HK$100 will be paid to the Non-Qualifying Shareholders pro rata to their shareholdings held on the Record Date. In light of administrative costs, the Company will retain individual amounts of HK$100 or less for its own benefit.

Overseas Shareholders should note that they may or may not be entitled to participate in the Rights Issue, subject to the results of the enquiries to be made by the Board pursuant to Rule 13.36(2)(a) of the Listing Rules. Accordingly, Overseas Shareholders should exercise caution when dealing in the Shares.

Procedures in respect of the Unsubscribed Rights Shares and the NQS Unsold Rights Shares and the Compensatory Arrangements

Pursuant to Rule 7.21(1)(b) of the Listing Rules, the Company will make arrangements to dispose of the Unsubscribed Rights Shares and the NQS Unsold Rights Shares by offering the Unsubscribed Rights Shares and the NQS Unsold Rights Shares to independent placees for the benefit of Shareholders to whom they were offered by way of the Rights Issue. There will be no excess application arrangements in relation to the Rights Issue. On 29 July 2026, the Company entered into the Placing Agreement with the Placing Agent in relation to the placing of Unsubscribed Rights Shares and the NQS Unsold Rights Shares to independent placees on a best effort basis.

Pursuant to the Placing Agreement, the Company appointed the Placing Agent to place the Placing Shares during the Placing Period to independent placees on a best effort basis, any premium over the Subscription Price for those Rights Shares that is realised will be paid to those No Action Shareholders and Non-Qualifying Shareholders on a pro-rata basis. The Placing Agent will on a best effort basis, procure, by not later than 6:00 p.m., on Monday, 16 November 2026, placees to subscribe for all (or as many as possible) of those Unsubscribed Rights Shares and the NQS Unsold Rights Shares. Any Unsubscribed Rights Shares and the NQS Unsold Rights Shares remain not placed after completion of the Placing will not be issued by the Company and the size of the Rights Issue will be reduced accordingly.

Net Gain (if any) will be paid (without interest) to the No Action Shareholders as set out below on a pro rata basis (but rounded down to the nearest cent):

A. the relevant Qualifying Shareholders (or such persons who hold any nil-paid rights at the time such nil-paid rights are lapsed) whose nil-paid rights are not validly applied for in full, by reference to the extent that Shares in his/her/its nil-paid rights are not validly applied for; and

B. the relevant Non-Qualifying Shareholders with reference to their shareholdings in the Company on the Record Date.

If and to the extent in respect of any Net Gain, any No Action Shareholders become entitled on the basis described above to an amount of HK$100 or more, such amount will be paid to the relevant No Action Shareholder(s) in Hong Kong Dollars only and the Company will retain individual amounts of less than HK$100 for its own benefit.

Placing Agreement for Unsubscribed Rights Shares and the NQS Unsold Rights Shares

Details of the Placing Agreement are summarised below:

Date	:	29 July 2026 (after trading hours)
Issuer	:	The Company
Placing Agent	:	Advent Securities (Hong Kong) Limited, a licensed corporation to carry out Type 1 (dealing in securities) regulated activity under the SFO, was appointed as the Placing Agent to procure, on the best effort basis, placees to subscribe for the Unsubscribed Rights Shares and NQS Unsold Rights Shares during the Placing Period. The Placing Agent confirmed that it and its ultimate beneficial owner(s) (i) are not the Shareholder; and (ii) they are Independent Third Parties.

Placing Period	:	The period commencing from Thursday, 5 November 2026 and end at 6:00 p.m. on Monday, 16 November 2026
Commission and Expenses	:	The Placing Agent shall be entitled to a commission fee equal to 1.5% of the amount which is equal to the Placing price multiplied by the Placing Shares that have been successfully placed by the Placing Agent.
Placing price	:	The placing price of each of the Placing Shares shall be not less than the Subscription Price. The final price determination will be dependent on the demand and market conditions of the Placing Shares during the process of placement.
Placees	:	The individuals, corporate, institutional investors or other investors who are professional investors as defined under the SFO procured by the Placing Agents and/or their subplacing agents to subscribe for the Unsubscribed Rights Shares and the NQS Unsold Rights Shares. The Unsubscribed Rights Shares and the NQS Unsold Rights Shares shall only be offered (i) to professional, institutional and other investor(s) who and whose ultimate beneficial owner(s) shall be Independent Third Parties; and (ii) no Shareholder will be under any obligation to make a general offer under the Takeovers Code as a result of the Placing. The Placing Agent shall also ensure that the Public Float Requirement remains to be fulfilled by the Company upon completion of the Rights Issue.
Ranking of the Placing Shares	:	The Placing Shares (when placed, allotted, issued and fully paid), shall rank pari passu in all respects among themselves and with the Shares in issue at the date of completion of the Placing.
Conditions Precedent	:	The obligations of the Placing Agent and the Company under the Placing Agreement are conditional upon, among others, the following conditions being fulfilled (or being waived by the Placing Agent in writing, if applicable): (i) the Listing Committee of the Stock Exchange having granted the listing of, and the permission to deal in, the Rights Shares;

(ii) none of the representations, warranties or undertakings contained in the Placing Agreement being or having become untrue, inaccurate or misleading in any material respect at any time before the completion, and no fact or circumstance having arisen and nothing having been done or omitted to be done which would render any of such undertakings, representations or warranties untrue or inaccurate in any material respect if it was repeated as at the time of completion; and

(iii) the Placing Agreement not having been terminated in accordance with the provisions thereof.

The Placing Agent may, in its absolute discretion, waive the fulfillment of all or any part of the conditions precedent to the Placing Agreement (other than those set out in paragraph (i) above) by notice in writing to the Company.

The Company shall use its best endeavours to procure the fulfillment of such conditions precedent to the Placing Agreement. If any of the conditions precedent to the Placing Agreement have not been fulfilled by the Placing Long Stop Date or become incapable of being fulfilled (subject to the Placing Agent not exercising its rights to waive or extend the time for fulfillment of such conditions), then the Placing will lapse and all rights, obligations and liabilities of the Company and the Placing Agent in relation to the Placing shall cease and determine, save in respect of any accrued rights or obligations under the Placing Agreement or antecedent breach thereof.

Termination : The Placing Agreement shall end on Tuesday, 17 November 2026 or any other date by mutual written agreement between the Placing Agent and the Company.

The engagement of the Placing Agent may also be terminated by the Placing Agent in case of force majeure resulting in the Company and the Placing Agent being unable to fulfill its duties and responsibilities under the engagement. However, if during the course of the engagement it has come to the Placing Agent's knowledge that there is any material adverse change in the business and operational environment in the Company which, in the sole opinion of the Placing Agent, may make it inadvisable to continue the engagement, the Placing Agent shall have the right to terminate the engagement by written notice to the Company with immediate effect.

The engagement between the Company and the Placing Agent in respect of the Placing Shares (including the commission and expenses payable) was determined after arm's length negotiation between the Placing Agent and the Company and is on normal commercial terms with reference to the market comparables, the existing financial position of the Group, the size of the Rights Issue, and the current and expected market conditions. The Board considers that the terms of Placing Agreement are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

As the Unsubscribed Rights Shares and NQS Unsold Rights Shares will be placed by the Placing Agent to Independent Third Parties on a best effort basis for the benefits of the No Action Shareholders. If all or any of the Unsubscribed Rights Shares and NQS Unsold Rights Shares are successfully placed, any premium over the Subscription Price will be distributed to the relevant No Action Shareholders. The Company will ensure compliance with the public float requirements under Rule 8.08 of the Listing Rules following completion of the Rights Issue and the Placing. After the Placing Period, it is expected that none of the placees will become a substantial Shareholder. If any of the placees will become a substantial Shareholder after completion of the Placing and Rights Issue, further announcement(s) will be made by the Company.

The Board considered that the Compensatory Arrangements are fair and reasonable and provide adequate safeguard to protect the interests of the Company's Shareholders because:

(i) they are in compliance with Rule 7.21(1)(b) of the Listing Rules under which the No Action Shareholders may be compensated even if they do nothing (i.e. neither subscribe for Rights Shares nor sell their nil-paid rights) because under the arrangements, the Unsubscribed Rights Shares and NQS Unsold Rights Shares will be first offered to Independent Third Parties and any premium over the Subscription Price will be paid to the No Action Shareholders. The commission payable to the Placing Agents and the related fees and expenses in relation to such placing will be borne by the Company;

(ii) the Compensatory Arrangements would provide (a) a distribution channel of the Placing Shares to the Company; (b) an additional channel of participation in the Rights Issue for the Qualifying Shareholders and the Non-Qualifying Shareholders; and (c) a compensatory mechanism for the No Action Shareholders and the Non-Qualifying Shareholders. Besides, the Rights Issue will give the Qualifying Shareholders an equal and fair opportunity to maintain their respective pro rata shareholding interests in the Company. As such, the Board considered that the absence of excess application arrangement is acceptable; and

(iii) the terms of the Placing Agreement, including the placing commission, are on normal commercial terms.

Share certificates and refund cheques for the Rights Issue

Subject to fulfilment of the conditions of the Rights Issue, share certificates for the fully-paid Rights Shares are expected to be posted on or before Tuesday, 24 November 2026 to those entitled thereto at their registered addresses by ordinary post at their own risk. If the Rights Issue does not become unconditional, refund cheques without interest are expected to be posted on or before Tuesday, 24 November 2026 by ordinary post to the respective applicants, at their own risk, to their registered addresses.

No Fractional Entitlement

No fractional entitlements to the Rights Shares will be provisionally allotted to the Qualifying Shareholders. All fractions of the Rights Shares will be aggregated (and rounded down to the nearest whole number) and sold by the Company in the open market if a premium (net of expense) can be obtained. Any of these Rights Shares remain not sold in the market will not be issued by the Company and the size of the Rights Issue will be reduced accordingly.

Application for listing of the Rights Shares

The Company will apply to the Listing Committee of the Stock Exchange for the listing of, and permission to deal in, the Rights Shares in both their nil-paid and fully-paid forms to be issued and allotted pursuant to the Rights Issue. No part of the securities of the Company is listed or dealt in, and no listing of or permission to deal in any such securities is being or is proposed to be sought, on any other stock exchanges.

The nil-paid and fully-paid Rights Shares will be traded in board lots of 5,000 Shares.

RIGHTS SHARES WILL BE ELIGIBLE FOR ADMISSION INTO CCASS

Subject to the granting of the listing of, and permission to deal in, the Rights Shares in both their nil-paid and fully-paid forms on the Stock Exchange as well as compliance with the stock admission requirements of HKSCC, the Rights Shares in both their nil-paid and fully-paid forms will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the respective commencement dates of dealings in the Rights Shares in both their nil-paid and fully-paid forms on the Stock Exchange or such other dates as determined by HKSCC.

Settlement of transactions between participants of the Stock Exchange on any trading day is required to take place in CCASS on the second trading day thereafter. All activities under CCASS are subject to the General Rules of HKSCC and HKSCC Operational Procedures in effect from time to time. Shareholders should seek advice from their licensed securities dealer(s) or other professional adviser(s) for details of those settlement arrangements and how such arrangements will affect their rights and interests.

WARNING OF THE RISKS OF DEALING IN THE SHARES AND/OR THE NIL-PAID RIGHTS SHARES

The Rights Issue is subject to the fulfilment of conditions including, among other things, the Stock Exchange granting the listing of, and permission to deal in, the Rights Shares in their nil-paid and fully-paid Rights Shares. Please refer to the section headed "Conditions of the Rights Issue" in this announcement.

Shareholders and potential investors of the Company should note that each of the Rights Issue and the Placing is subject to the fulfilment of certain conditions. If any of the conditions of the Rights Issue and/or the Placing are not fulfilled, the Rights Issue and/or the Placing will not proceed.

REASONS FOR THE RIGHTS ISSUE, THE PLACING AND THE USE OF PROCEEDS

The principal activity of the Company is investment holding. The principal businesses of its subsidiaries are operating full-service restaurant entity specializing in Cantonese dining and banquet services in Hong Kong and the PRC, particularly wedding banquets and Cha Chaan Teng operations.

As disclosed in the annual results announcement of the Company for the year ended 31 March 2026, the Group had bank balances and cash of approximately HK$17.4 million and a net current liabilities position of approximately HK$18.8 million. Among the amount of approximately HK$17 million of bank balances and cash of the Company as at 31 March 2026, approximately HK$8 million would be reserved to support the daily operation of the Group's Chinese restaurants and Cha Chaan Tengs, approximately HK$4 million would be used for the future development of the Group's new site or restaurant and brand development, which is expected to be fully utilised by the end of 2026. The remaining amount of approximately HK$5 million would be reserved for any emergency funding purpose. Taking into consideration of the Group's current limited cash resources, the Board considers that the Group has an imminent funding needs. The Rights Issue provides a valuable opportunity to strengthen the Group's financial resources.

Assuming full subscription of the Rights Shares, the net proceeds of the Rights Issue and the Placing (after deduction of expenses) are estimated to be approximately HK$66.9 million. The Company intends to apply the net proceeds as follows:

(i) approximately HK$40.0 million (approximately 59.8%) of the net proceeds will be used for the repayment of the loan from shareholder which such financial support was provided to the Group during and after the resumption application of the Company, including the settlement of professional fees for resumption application, the settlement of overdue creditors of the Group, the initial opening cost of the restaurants and the legal and litigation costs for defending winding up petitions against the Company. The loan from shareholder is repayable on demand and is essential to the survival of the Group as they were made during the period the Company was suspended from trading as well as the period when the Company was filed the winding up petition by the petitioner, which urgent fundings and immediate settlements were required. Those costs were one-off nature and overdue with certain portion of the loan has raised for more than 21 months' period. The loan from a shareholder was designated not to be demanded for a period of 12 months from the date of the consolidated financial statements for the year ended 31 March 2025.

    As disclosed in the resumption announcement of the Company dated 29 September 2025, the aforesaid interest-free shareholder loan was amounted to approximately HK$21.6 million and the amount of which was increased to approximately HK$40.1 million as at 31 March 2026. Such increase was mainly due to the shareholder's financial support on all the expenses relating to the settlement of professional fees for resumption application in October 2025 of approximately HK$9.5 million, settlement of overdue creditors of the Group in last quarter of 2025 of approximately HK$3.0 million, the initial opening cost including the renovation and equipment of Tuen Mun and Tai Po Cha Chaan Teng of approximately HK$4.5 million, and legal cost for defending the winding up court case during October 2025 and March 2026 of approximately HK$1.5 million.

The interest-free shareholder loan was further increased to HK$52.1 million as at 31 May 2026 despite the fact that the shareholder had indicated for an early partial repayment in February 2026. Such increase was mainly due to the shareholder's financial support on all the expenses relating to the settlement of overdue creditors of the Group of approximately HK$4.5 million, the initial opening renovation and equipment cost of the Chengyaojin restaurants in Zhuhai of approximately HK$3.0 million and local and overseas legal cost for winding up court cases of both 2024 and 2026 of approximately HK$4.5 million. Such financial support from the shareholder was crucial at that moment as the Group was unable to seek for external borrowing since resumption and on the other hand, the Group was strived to settle the overdue payments to creditors to avoid any legal proceedings or court case against the Group.

It was the shareholder's intention for the Company's internal resources to focus on its operation after the resumption and in the meantime, the provision of financial aid to the Company would enhance the confidence of other public shareholders or potential investors. During that time, apart from the shareholder loan, the Company had no other borrowings on its balance sheet. The Company anticipated that it would be in a position to repay a large portion of the shareholder loan by the end of 2026, taking into account of (i) the shareholder would not demand for repayment from the Group within 12 months from the date of the consolidated financial statements for the year ended 31 March 2025; and (ii) the financial performance of the Company would be improved after the resumption and the operations of the Group would generate additional cash for the Company, which would not only be sufficient to maintain the current scale of operations but would also generate surplus cash to repay the shareholder.

While the Group's financial performance improved in the latest financial year, in the coming future the Group expects the funding need to renovate existing restaurants, renewal of expiring lease with landlords and opening new restaurants to maintain the number of restaurants and steady expansion plan of the Group, which expects to use the internal funding of the Group to achieve gradually as planned. Given it is the first year to turnaround to profitability of the Company, the Management believes prudent usage of cash resources is critical to maintain the Group's steady growth—including achieving profitable operations and efficient expansion as planned. Given that a one-time payment of HK$40.0 million would have a significant impact on the Group's cash flow, and to ensure that daily operations and renewal/expansion plans are not affected, the Management considered fundraising through the capital market to meet the Company's operations and debt obligations is suitable to the Company.

In February 2026, after the Company successfully defended the winding up petition in the court, the shareholder expressed to the Company the liquidity needs for his personal investment by the end of 2026 and the shareholder loan was closed to the end of the 12 months financial support period. The Directors considered it is appropriate to reschedule the repayment to repay early to the shareholder since he has provided urgent financial support to the Company during the winding up case and at the time of possible delisting, which was impossible from any other parties. The Company has held discussions with the shareholder regarding the settlement of shareholder loan.

In June 2026, the Company reached a settlement plan with the shareholder for a partial repayment of HK$40 million which matches the size of his financial need and the shareholder requested such repayment to be made by December 2026. The shareholder also agreed to extend the repayment term of all remaining loan balance of approximately HK$12.1 million from on demand to become repayable until 31 March 2027 in order to continue supporting the Company as disclosed in the Company's annual result announcement. The remaining loan balance was mainly due to the shareholder's financial support during April to May 2026 that the shareholder has committed with the Company and it helped the Company as short-term financial facilities to continue to support the Company. The Company and the shareholder have agreed to hold discussions regarding possible repayment arrangements or further extension in relation to the aforementioned balance of HK$12.1 million when it becomes due on 31 March 2027, and the Company intends to use internal resources to repay this sum to the shareholder. The Company has also held discussions with the shareholder regarding the Group's long-term development plans, and the shareholder has expressed an intention to continue as a long-term major investor in the Company.

As at the date of this announcement, apart from the shareholder's loan, the Group has no other material liabilities due for repayment; given that there are no pending winding-up proceedings against the Company and it is possible to raise funds in the capital markets or through external borrowing, the Directors consider that the Company has sufficient working capital to support its existing business operations for the next 12 months and the Company intends not to obtain further loan from the shareholder. The repayment of the loan from shareholder is expected to reduce the gearing and improve the Group's capital structure and its financial stability. The above proceeds are expected to be fully utilised by November 2026.

(ii) approximately HK$17.3 million (RMB 15.0 million) (approximately 25.8%) of the net proceeds will be used for the business expansion and maintenance of the Group's catering network. Approximately HK$17.3 million of the net proceeds will be used for establishing and opening five restaurants of "Chengyaojin"(誠咬金煲仔皇)in the PRC, a renowned Cantonese cuisine restaurant chain specialising in traditional claypot rice and "Jue Jue" (sizzling) claypots. The five new restaurants of "Chengyaojin" in the PRC which are expected to commence operation between end of 2026 and early 2027 (being approximately RMB3 million for each restaurant of "**Chengyaojin**").

On 28 April 2026, the Group's wholly-owned subsidiary, Yu Qiang Holdings Limited, entered into an investment and co-operation agreement (the "**Investment and Co-operation Agreement**") with the brand owner of "Chengyaojin" (the "**Chengyaojin Owner**"). The Chengyaojin Owner is a company established in the PRC, to the best of the Directors' knowledge, its ultimate beneficial owner is Mr. Zhao Yinghui (趙英輝), who is also its legal representative. Under the Investment and Co-operation Agreement, the parties agreed to establish and operate Chengyaojin-branded restaurants in the PRC including Hong Kong and Macau, with the Group primarily responsible for the management and operation of restaurants. The duration of the Investment and Co-operation Agreement is 8 years and there is no limit to the number of new restaurants. The new restaurants will be owned as to 70% by the Group and 30% by the Chengyaojin Owner. The restaurants will adopt a business model under which the Group contributes funding, financial management and takes the lead in managing the restaurants, while the Chengyaojin Owner provides brand authorisation, operational know-how and support to ensure that the restaurants are operated in accordance with the unified standards of the Chengyaojin brand. The restaurants will be directly operated and will not be franchise outlets. Profits of the restaurants, after making up prior losses, will be distributed according to the parties' equity interests, being 70% to the Group and 30% to the Chengyaojin Owner. As the brand owner and operator of the Chengyaojin brand, the Chengyaojin Owner will also receive a brand management fee calculated by reference to the monthly turnover of each restaurant, namely 4% of monthly turnover up to RMB600,000 and 5% of monthly turnover above RMB600,000. The Group's role under the arrangement is to make capital contribution, control and supervise its financial matters, and lead the management and business expansion of Chengyaojin-branded restaurants.

As at the date of this announcement, the Group and the Chengyaojin Owner have opened two new restaurants of "Chengyaojin" in Zhuhai between May and June 2026. The five new restaurants of "Chengyaojin" in Zhuhai which are expected to commence operation between December 2026 and January 2027 and located in Zhuhai. Based on the experience of opening two new "Chengyaojin" restaurants, the average cost of establishing a new restaurant is approximately RMB3 million, mainly due to renovation cost (40%), equipment cost (22%), rental deposit (16%), salary expenses (8%), insurance (5%), licences fee (5%) and rental expenses (4%).

Location	**Size** *(square feet)*	**Length of lease term** *(years)*	**Estimated Opening Date**	**Latest status of negotiation**
Xiangzhou District, Zhuhai	2,030	4	December 2026	The lease agreement will be entered between October and November 2026
Xiangzhou District, Zhuhai	1,810	4	December 2026	The lease agreement will be entered between October and November 2026
Jinwan District, Zhuhai	1,940	4	December 2026	The lease agreement will be entered between October and November 2026
Jinwan District, Zhuhai	2,240	6	January 2027	The lease agreement will be entered between November and December 2026
Doumen District, Zhuhai	1,010	3	January 2027	The lease agreement will be entered between November and December 2026

If the opening plans do not materialise as originally intended, the proceeds will be used for opening our self-developed Cha Chaan Teng brand called "Trendy Café」 in Hong Kong. Further announcement will be made by the Company in due course. The Group will continue to explore opening new restaurants of "Chengyaojin" in other parts of the PRC, as well as Hong Kong and Macau. As at the date of this announcement, the Group has identified suitable premises in Macau and will negotiate the lease terms with the landlord in the near future. Approximately HK$2.2 million will be needed for establishing a restaurant in Macau. The funding of this business development will be financed from the general working capital of the Group.

Despite the fact that the Company initially did not have concrete plans or arrangements to conduct any fund-raising activities in the next 12 months as disclosed in the circular of the Company in relation to the Share Consolidation on 30 March 2026, the Company has encountered rapid and unexpected break-through in its business development in mid/end of April 2026, in which the Chengyaojin Owner was an acquaintance of Mr. Chu Pui Him ("**Mr. Chu**"), the executive Director, for over 3 years. Chengyaojin Owner had extensive experience in the food and beverage industry and he started up his own brand "Chengyaojin" in Zhuhai since 2022. The "Chengyaojin" brand gained its recognition in 2023 and had been awarded and recommended by many electronic platforms, food bloggers and channels in the PRC. In early April 2026, the Chengyaojin Owner expressed to Mr. Chu that the difficulties of expanding the restaurant's network in the PRC including Hong Kong and Macau, and the Chengyaojin Owner wanted to seek for Mr. Chu's advice of seeking potential strategic investor(s) for his expansion plan. It fostered a co-operation opportunity for the Company to further enrich the Group's existing catering brand portfolio and led to the signing of the Investment and Co-operation Agreement among the parties on 28 April 2026.

This investment aims to further enrich the Group's existing catering brand portfolio and leverage the brand's established intellectual property and operational expertise to strengthen the Group's market position in the catering sector. The Directors consider that such investment is beneficial to the Group as it aligns with the Group's strategy to strengthen its market presence in the mass-market dining sector and diversify its cuisine offerings. The investment allows the Group to leverage its existing management expertise in the catering industry and achieve greater economies of scale. The above proceeds are expected to be fully utilised by December 2026.

(iii) approximately HK$9.7 million (approximately 14.5%) of the net proceeds will be used for the general working capital of the Group including but not limited to salary expenses (4%), rental expenses (6%), professional fee (3%) and other business development expenses (1.5%). The Directors believe that the proceeds will help to replenish the working capital of the Group to support its ongoing operations. The above proceeds are expected to be fully utilized by December 2026.

The above allocation of proceeds has been determined by the Board after taking into account the Group's current operational requirements and financial position. The Board believes that the proposed use of proceeds will support the Group's ongoing business operations and enhance the Group's financial position.

Taking into account of the above factors, the Board believes the Group has an imminent need to conduct fund-raising activity to support the Group's ongoing business operations and strengthen the Group's financial position, in which it is beneficial to the Company and its shareholders as a whole.

The Company has considered other fund-raising alternatives before resolving to the Rights Issue, including but not limited to debt financing, placing of new Shares and open offer. Debt financing or bank loans would result in additional interest burden to and higher gearing ratio of the Group. Placing of new Shares would only be available to certain placees who were not necessarily the existing Shareholders and would dilute the shareholding of the existing Shareholders in the Company. As for open offer, although it is similar to a rights issue in offering qualifying shareholders to participate, it does not allow free trading of rights entitlements in the open market.

In view of the above, the Board (excluding the members of the Independent Board Committee whose opinion will be rendered after considering the advice from the independent financial adviser) considers that as compared to raising fund by other means, raising funds by way of the Rights Issue, which will allow Qualifying Shareholders to participate in the future development of the Company and at the same time offer more flexibility to the Qualifying Shareholders to choose whether to maintain their respective pro-rata shareholding interests in the Company and dealing with the Shares, is an appropriate fundraising method and is fair, cost effective, efficient and beneficial to the Company and its shareholders as a whole.

EQUITY FUNDRAISING ACTIVITIES IN THE PAST 12 MONTHS FROM THE DATE OF THIS ANNOUNCEMENT

The Company had conducted the following equity fund raising activities in the past twelve months immediately prior of the date of this announcement:

Date of Announcement	Event	Net proceeds	Intended use of net proceed	Actual use of net proceeds as at the date of this announcement
13 April 2026	Placing of 230,000,000 new shares	HK$13.6 million	(i) approximately HK$13.6 million for general working capital.	Fully utilised as intended

Save as disclosed above, the Company had not conducted any equity fund raising activities in the past twelve months immediately preceding the date of this announcement.

TAXATION

Shareholders are advised to consult their professional advisers if they are in doubt as to the taxation implications of the receipt, purchase, holding, exercising, disposing of or dealing in, the nil-paid Rights Shares or the fully-paid Rights Shares and, regarding Non-Qualifying Shareholders, their receipt of the net proceeds, if any, from sales of the nil-paid Rights Shares on their behalf.

EXPECTED TIMETABLE FOR THE RIGHTS ISSUE

The expected timetable for the Rights Issue is set out below which is indicative only and has been prepared on the assumption that all the conditions of the Rights Issue will be fulfilled. The expected timetable is subject to change and further announcement(s) will be made by the Company should there be any changes to the expected timetable.

Event	Time and Date (2026)
Announcement of Rights Issue	Wednesday, 29 July
Expected despatch date of circular together with notice and the form of proxy for the EGM	Monday, 7 September

Event	Time and Date (2026)
Latest time and date for lodging transfers document in order to qualify for attendance and voting at the EGM	4:30 p.m. on Monday, 21 September
Closure of register of members of the Company for attending the EGM (both days inclusive)	Tuesday, 22 September to Monday, 28 September
Latest time and date for lodging proxy forms for the EGM	11:00 a.m. on Friday, 25 September
Record date for determining attendance and voting at the EGM	Monday, 28 September
Expected date and time of the EGM	11:00 a.m. on Monday, 28 September
Announcement of poll results of the EGM	Monday, 28 September
Register of members of the Company re-opens	Tuesday, 29 September

The following events are conditional upon the results of the EGM and therefore the dates are tentative only.

Last day of dealing in the Share on a cum-rights basis	Tuesday, 29 September
First day of dealing in the Share on an ex-rights basis	Wednesday, 30 September
Latest time for the Shareholders to lodge transfer of Shares in order to qualify for the Rights Issue	4:30 p.m. on Friday, 2 October
Closure of register of members of the Company for the Rights Issue (both days inclusive)	Monday, 5 October to Friday, 9 October
Record Date for determining entitlements to the Rights Issue	Friday, 9 October
Register of members of the Company re-opens	Monday, 12 October

Event	**Time and Date (2026)**
Despatch of Prospectus Documents	Monday, 12 October
First day of dealings in nil-paid Rights Shares	Wednesday, 14 October
Latest time for splitting of PAL	4:30 p.m. on Friday, 16 October
Last day of dealings in nil-paid Rights Shares	Thursday, 22 October
Latest time for acceptance of and payment for the Rights Shares	4:00 p.m. on Tuesday, 27 October
Announcement of the number of the Placing Shares subject to the Compensatory Arrangements	Thursday, 29 October
Commencement of placing of the Placing Shares by the Placing Agent	Thursday, 5 November
Latest time of placing of the Placing Shares by the Placing Agent	6:00 p.m. on Monday, 16 November
Latest time for the Rights Issue and placing of the Placing Shares to become unconditional	4:00 p.m. on Tuesday, 17 November
Announcement of results of the Rights Issue (including results of the placing of the Placing Shares and the amount of the Net Gain per Placing Share under the Compensatory Arrangements)	Monday, 23 November
Refund cheques to be despatched (if the Rights Issue does not proceed)	Tuesday, 24 November
Certificates for fully-paid Rights Issue to be despatched	Tuesday, 24 November

Event	**Time and Date (2026)**
Expected commencement of dealings in fully-paid Rights Shares	9:00 a.m. on Wednesday, 25 November
Payment of Net Gain to relevant No Action Shareholders or Non-Qualifying Shareholders	Thursday, 3 December

Notes:

(1) Shareholders should note that the dates and deadlines specified in the above timetable, and in other parts of this announcement are indicative only and subject to change. Further announcement(s) will be made if there is any change to the expected timetable.

(2) All references to times and dates are references to Hong Kong times and dates.

EFFECT OF BAD WEATHER OR EXTREME CONDITIONS ON THE LATEST TIME FOR ACCEPTANCE

The Latest Time for Acceptance will not take place as scheduled if there is a tropical cyclone warning signal number 8 or above, or a "black" rainstorm warning or "extreme conditions" caused by super typhoons issued by the Hong Kong Observatory:

(i) in force in Hong Kong at any local time before 12:00 noon and no longer in force after 12:00 noon on Tuesday, 27 October 2026. Instead the latest time for acceptance of and payment for the Rights Shares will be extended to 5:00 p.m. on the same Business Day; or

(ii) in force in Hong Kong at any local time between 12:00 noon and 4:00 p.m. on Tuesday, 27 October 2026. Instead, the latest time for acceptance of and payment for the Rights Shares will be rescheduled to 4:00 p.m. on the following Business Day which does not have either of those warnings in force in Hong Kong at any time between 9:00 a.m. and 4:00 p.m.

If the Latest Time for Acceptance does not take place on the currently scheduled date, the dates mentioned in the section headed "EXPECTED TIMETABLE FOR THE RIGHTS ISSUE" in this announcement may be affected. The Company will notify the Shareholders by way of announcement(s) on any change to the expected timetable as soon as practicable.

EFFECT OF THE RIGHTS ISSUE ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

Assuming there is no further issue or repurchase of Shares from the date of this announcement up to and including the date of completion of the Rights Issue, the table below sets out the shareholding structure of the Company (i) as at the date of this announcement; (ii) immediately after completion of the Rights Issue, assuming full acceptance by all Qualifying Shareholders; (iii) immediately after completion of the Rights Issue assuming none of the Qualifying Shareholders have taken up any entitlements of the Rights Shares and all the Unsubscribed Rights Shares are placed to the independent Placees:

Name of Shareholders	**As at the date of this announcement**		**Immediately upon completion of the Rights Issue provided that all Qualifying Shareholders have taken up all their entitled Rights Shares** *(Note 1)*		**Immediately upon completion of the Rights Issue provided that none of the Qualifying Shareholders have taken up any of their entitled Rights Shares and all the Unsubscribed Rights Shares are placed to the independent Placees**	
	Number of Shares	*%*	*Number of Shares*	*%*	*Number of Shares*	*%*
– Happy Century Global Limited	18,950,000	13.73	37,900,000	13.73	18,950,000	6.87
– Public Shareholders	119,050,000	86.27	238,100,000	86.27	119,050,000	43.13
– Placees	–	–	–	–	138,000,000	50.00
Total	**138,000,000**	**100.00**	**276,000,000**	**100.00**	**276,000,000**	**100.00**

Note:

1. These shares were held by Happy Century Global Limited. The entire issued shares of Happy Century Global Limited are owned by Mr. Lo Chor Cheong Colin.

If a Qualifying Shareholder does not accept the Rights Shares provisionally allotted to him/her/it in full under the Rights Issue, his/her/its proportionate shareholding in the Company will be diluted.

LISTING RULES IMPLICATIONS

Rights Issue

In accordance with Rule 7.19A(1) and Rule 7.27A(1) of the Listing Rules, as the Rights Issue will increase the total number of issued Shares of the Company by more than 50% within 12 months period immediately preceding the date of this announcement, the Rights Issue is conditional upon the minority Shareholders' approval at the EGM.

As at the date of this announcement, the Company does not have any Controlling Shareholder as defined under the Listing Rules and none of the Directors and the chief executive of the Company and their respective associates holds any Share. Accordingly, no other Shareholder is required to abstain from voting at the EGM. No Shareholder has informed the Company that he/she/it intends to vote in favour of or against the proposed resolutions in connection with the Rights Issue as at the date of this announcement.

The Rights Issue does not result in a theoretical dilution effect of 25% or more on its own. As such, the theoretical dilution impact of the Rights Issue is in compliance with Rule 7.27B of the Listing Rules.

ESTABLISHMENT OF THE INDEPENDENT BOARD COMMITTEE

The Company has established the Independent Board Committee, comprising all the independent non-executive Directors, namely Mr. Wong Che Sang, Ms. Zhao Ming and Ms. Yin Shilu to advise the Independent Shareholders in respect of the Rights Issue and as to the voting action therefor.

EGM AND INDEPENDENT SHAREHOLDERS' APPROVAL

The EGM will be convened and held to consider and, if thought fit, approve, the Placing Agreement, the Rights Issue and the transactions contemplated thereunder.

The executive Directors and their respective associates and Shareholders who are involved in or interested in the Rights Issue will be required to abstain from voting in respect of the resolution(s) to approve the Rights Issue at the EGM.

DESPATCH OF PROSPECTUS DOCUMENTS AND CIRCULAR

The Prospectus containing further information in relation to the Rights Issue and financial and other information relating to the Group is expected to be despatched by the Company together with the PAL on or before Monday, 12 October 2026. A copy of the Prospectus will also be made available on the websites of the Company (https://www.irasia.com/listco/hk/easyhold/) and the Stock Exchange (www.hkexnews.hk). To the extent reasonably practicable and subject to the advice of legal advisers in the relevant jurisdictions in respect of applicable local laws and regulations, the Company will send copies of the Prospectus to Non-Qualifying Shareholders for their information only but will not send the PAL to them.

The Circular containing, among other things, (i) further information regarding the Placing Agreement, the Rights Issue and the transactions contemplated thereunder; (ii) a letter of recommendation from the Independent Board Committee to the Independent Shareholders in respect of the Rights Issue; (iii) a letter of advice from the independent financial adviser to the Independent Board Committee and the Independent Shareholders in respect of the Rights Issue; (iv) other information required under the Listing Rules; and (v) the notice of the EGM is expected to be despatched to the Shareholders on or before Monday, 7 September 2026.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions have the following meanings:

"Associates"	has the meaning ascribed thereto in the Listing Rules
"Board"	the board of Directors of the Company
"Business Day"	a day(s) (excluding Saturday, Sunday and any day on which a tropical cyclone warning signal no. 8 or above is hoisted or remains hoisted between 9:00 a.m. and 12:00 noon and is not lowered at or before 12:00 noon or on which a "black" rainstorm warning is hoisted or remains in effect between 9:00 a.m. and 12:00 noon and is not discontinued at or before 12:00 noon) on which licensed banks in Hong Kong are open for general business
"CCASS"	the Central Clearing and Settlement System operated by Hong Kong Securities Clearing Company Limited

"Company"	Easyhold Group Holdings Limited (formerly known as "Welife Technology Limited"), an exempted company incorporated in Cayman Islands with limited liability, the issued Shares of which are listed on the Main Board of the Stock Exchange (stock code: 1703)
"Compensatory Arrangements"	the compensatory arrangements pursuant to Rule 7.21(1)(b) of the Listing Rules as described in the paragraph headed "Procedures in respect of the Unsubscribed Rights Shares and the NQS Unsold Rights Shares and the Compensatory Arrangements" in this announcement
"connected person(s)"	has the meaning ascribed thereto in the Listing Rule
"Directors"	the directors of the Company
"EGM"	the extraordinary general meeting of the Company to be convened for the purpose of considering and, if thought fit, to approve the Rights Issue, the Placing and the transactions contemplated thereunder
"Group"	the Company and its subsidiaries
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong
"HKSCC"	Hong Kong Securities Clearing Company Limited
"Hong Kong"	Hong Kong Special Administrative Region of the People's Republic of China
"Independent Board Committee"	the independent committee of the Board comprising all the independent non-executive Directors, namely Mr. Wong Che Sang, Ms. Zhao Ming and Ms. Yin Shilu, which has been established to advise the Independent Shareholders in respect of the Rights Issue
"Independent Shareholders"	Shareholders other than (i) all executive Directors and their respective associates; (ii) those who are involved in or interested in the Rights Issue; and (iii) those who are required under the Listing Rules to abstain from voting at the EGM
"Independent Third Parties"	third party(ies) who are not connected persons of the Company and its subsidiaries and who are independent of the Company and connected persons of the Company

"Last Trading Day"	Wednesday, 29 July 2026, being the last full trading day before the release of this announcement
"Latest Time for Acceptance"	4:00 p.m. on Tuesday, 27 October 2026 (or such other time and date as may be determined by the Company), being the latest time for the acceptance of, and payment for, the Rights Shares
"Listing Committee"	the listing committee of the Stock Exchange for considering application for listing and the granting of listing
"Listing Rules"	the Rules Governing the Listing of Securities on The Stock Exchange
"Net Gain"	the aggregate of any premiums (being the aggregate amount paid by the placees after deducting the aggregate amount of the Subscription Price for the Placing Shares placed by the Placing Agent under the Placing Agreement)
"No Action Shareholders"	Qualifying Shareholder(s) or renouncee(s) or transferee(s) of nil-paid rights under PAL(s) during the Rights Issue who do not subscribe for the Rights Shares (whether partially or fully) under the PAL(s), or such persons who hold any nil-paid rights at the time such nil-paid rights lapse
"Non-Qualifying Shareholder(s)"	Overseas Shareholder(s) whom the Board, after making enquiries, consider it necessary or expedient not to offer the Rights Issue to such Shareholder(s) on account either of the legal restrictions under the laws of the relevant place or the requirements of the relevant regulatory body or stock exchange in that place
"NQS Unsold Rights Shares"	the Rights Shares which would otherwise have been provisionally allotted to the Non-Qualifying Shareholders in nil-paid form that have not been sold by the Company
"Overseas Shareholder(s)"	Shareholder(s) whose name(s) appear on the register of members of the Company as at close of business on the Record Date and whose address(es) as shown on such register at that time is(are) in (a) place(s) outside Hong Kong

“Placee”	means any professional, institutional and other investor, independent of and not connected with the connected persons of the Company and their respective associates, whom the Placing Agent has procured to subscribe for any of the Placing Shares pursuant to its obligations hereunder
“Placing”	arrangements to place the Unsubscribed Rights Shares and the NQS Unsold Rights Shares by the Placing Agent on a best effort basis to investors who (or as the case may be, their ultimate beneficial owner(s)) are not Shareholders and are otherwise Independent Third Parties during the Placing Period on the terms and subject to the conditions set out in the Placing Agreement
“Placing Agent”	Advent Securities (Hong Kong) Limited, a licensed corporation to carry on Type 1 (dealing in securities) regulated activity under the SFO, being the placing agent appointed by the Company to place the Placing Shares under the Compensatory Arrangements
“Placing Agreement”	the placing agreement dated 29 July 2026 entered into between the Company and the Placing Agent in relation to the placing of the Placing Shares
“Placing Long Stop Date”	4:00 p.m. on Tuesday, 17 November 2026, or such later date as the Company and the Placing Agent may agree in writing
“Placing Period”	the period from Thursday, 5 November 2026 and end at 6:00 p.m. on Monday, 16 November 2026, or such other dates as the Company may announce, being the period during which the Placing Agent will seek to effect the Compensatory Arrangements
“Placing Shares”	the Unsubscribed Rights Share(s) and the NQS Unsold Rights Share(s)
“Posting Date”	Monday, 12 October 2026 or such other date as the Company may determine, being the date on which the Prospectus Documents are posted to the Qualifying Shareholders
“PRC”	means the People’s Republic of China, excluding, for the purposes of this announcement, Hong Kong, Macau and Taiwan

"Prospectus"	the prospectus to be despatched to the Shareholders by the Company containing details of the proposed Rights Issue
"Prospectus Documents"	the Prospectus and the PAL to be despatched by the Company
"Provisional Allotment Letter(s)" or "PAL(s)"	the provisional allotment letter(s) to be issued to the Qualifying Shareholders in connection with the Rights Issue
"Qualifying Shareholder(s)"	Shareholder(s) who(se) name(s) appear(s) on the register of members of the Company on the Record Date, other than the Non-Qualifying Shareholder(s)
"Record Date"	Friday, 9 October 2026 or such other date as may be determined by the Company, being the date by reference to which the Shareholders' entitlements to the Rights Issue are to be determined
"Registrar"	the branch share registrar of the Company in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong
"Rights Issue"	the proposed issue of the Rights Shares by way of Rights Issue at the Subscription Price to be made by the Company to the Qualifying Shareholders on the basis of one (1) Rights Share for every one (1) Share held on the Record Date in accordance with the terms and conditions set out in the Prospectus
"Rights Shares"	up to 138,000,000 new Share(s) to be allotted and issued pursuant to the Rights Issue
"SFC"	the Securities and Futures Commission of Hong Kong
"SFO"	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) for the time being in force
"Share Consolidation"	the proposed share consolidation on the basis that every ten (10) issued Shares be consolidated into one (1) consolidated Share and to round down the number of consolidated Shares in the issued share capital of the Company to the nearest whole number by disregarding each and every fractional consolidated Share which would otherwise arise therefrom as announced by the Company on 25 March 2026

"Share Option"	the share option(s) granted by the Company pursuant to the Share Option Scheme
"Share Option Scheme"	the share option scheme adopted by the Company pursuant to a written resolution of the Shareholders passed on 25 January 2019
"Shareholder(s)"	holder(s) of the Share(s)
"Shares"	shares with a par value of HK$0.1 each in the share capital of the Company
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Subscription Price"	the subscription price of HK$0.50 per Rights Share
"substantial shareholder(s)"	has the meaning ascribed to it in the Listing Rules
"Takeovers Code"	the Hong Kong Code on Takeovers and Mergers issued by the SFC (as may be amended from time to time)
"Unsubscribed Rights Share(s)"	the number of unsubscribed Rights Share(s) not taken up by Qualifying Shareholder(s) or renouncee(s) or transferee(s) of nil-paid rights under PAL(s) during the Rights Issue
"%"	per cent.

By order of the Board
Easyhold Group Holdings Limited
Chu Pui Him
Executive Director

Hong Kong, 29 July 2026

As at the date of this announcement, the executive Director is Mr. Chu Pui Him and Mr. Leung Yin Cheuk, the non-executive Director is Mr. Fok Siu Keung, and the independent non-executive Directors are Mr. Wong Che Sang, Ms. Zhao Ming and Ms. Yin Shilu.