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CELESTIAL ASIA SECURITIES HOLDINGS LIMITED
時富投資集團有限公司*
(Incorporated in Bermuda with limited liability)
(Stock code: 1049)

DISCLOSEABLE TRANSACTION
IN RELATION TO
THE OFFER LETTER

THE OFFER LETTER

The Board announces that on 10 August 2026, Pricerite Home Limited (a subsidiary of the Company) as the Tenant and the Agent as agent of the Landlord (each being an Independent Third Party) entered into the Offer Letter in respect of the lease of the Premises for operation of store of retail management business of the Group.

IMPLICATIONS UNDER THE LISTING RULES

Pursuant to HKFRS 16 “Leases”, the Company recognises the value of the right-of-use assets on its consolidated financial statements of financial position in connection with the lease of the Premises under the Offer Letter. Accordingly, the lease transaction contemplated under the Offer Letter is regarded as an acquisition of asset by the Tenant under Rule 14.04(1)(a) of the Listing Rules.

As the highest of the applicable percentage ratios (as defined under Rule 14.04(9) of the Listing Rules) calculated based on the unaudited value of the right-of-use of the Premises under the Offer Letter exceeds 5% but is less than 25%, the entering into of the Offer Letter constitutes a discloseable transaction for the Company and is subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

INTRODUCTION

The Board announces that on 10 August 2026, Pricerite Home Limited (a subsidiary of the Company) as the Tenant and the Agent as agent of the Landlord (each being an Independent Third Party) entered into the Offer Letter in respect of the lease of the Premises for operation of store of retail management business of the Group.

THE OFFER LETTER

Date: 10 August 2026

The Parties: (i) Goodwell-Fortune Property Services Limited, with principal activity of including provision of property management services, as the Agent (as agent of the Landlord).

(ii) Pricerite Home Limited (a subsidiary of the Company), with principal activity of retailing of furniture and household goods, as the Tenant.

The principal activity of the Landlord is property investment.

To the best of the Directors' knowledge, information and belief, and having made all reasonable enquiries, the Agent, the Landlord and their respective ultimate beneficial owner(s) are Independent Third Parties.

The Premises: Shop Nos. 6, 8S1, 8T1, 8U1 & 11 on Level 3 of Waldorf Avenue, 1 Tuen Lee Street, Tuen Mun, New Territories.

Term: Two (2) years fixed commencing on 19 August 2026 and expiring on 18 August 2028 (both days inclusive).

The aggregate value of consideration payable: Approximately HK\$10.6 million in aggregate for the term of 2 years, including basic rent, stamp duty and estimated reinstatement cost by the Tenant, subject to 8.5% of monthly Gross Receipts in the Premises, whichever is higher pursuant to the terms and conditions of the Offer Letter, which will be satisfied by internal resources of the Group.

The rent under the Offer Letter is determined after arm's length negotiations between the Parties, after taking into consideration the prevailing market rental for similar comparable premises in the nearby areas.

Security deposit: Approximately HK\$1.8 million equivalent to the aggregate of three months' basic rent, management fees, government rates and government rent.

The unaudited value of the right-of-use asset to be recognised by the Group under the Offer Letter amounted to approximately HK\$10.2 million, which represents the present value of aggregated lease payments for the term of two years and the deposit, plus initial direct costs and estimated reinstatement cost (if any) and discounted using the incremental borrowing rate in accordance with HKFRS 16. Incremental borrowing rate of the lease liability is determined with reference to the prevailing interest rate of the Group's external borrowings.

INFORMATION OF THE GROUP

The principal activity of the Company is investment holding. The principal activities of the Group are (a) the retail management business including sales of furniture and household items, electrical appliances and pets accessories through the chain stores under multi-brand names including "Pricerite Home", "TMF", "Pricerite Creations" and "Pricerite Pet" in Hong Kong; (b) the provision of investment management services to fund investors (the "Investment Management Business"); and (c) the other financial services businesses (other than the Investment Management Business) provided through CASH Financial Services Group Limited (a 65.38%-owned listed subsidiary of the Company). For additional information, please visit www.cash.com.hk.

INFORMATION OF THE COUNTERPARTIES

Based on the information provided by the Agent and to the best of the knowledge, information and belief of the Directors having made all reasonable enquiries, the ultimate beneficial owner of the Landlord and the Agent are that:

- (i) the Landlord, being Waldorf Realty Limited (a company incorporated in Hong Kong with limited liability), is a direct wholly-owned subsidiary of Fortune Real Estate Investment Trust (listed on The Stock Exchange of Hong Kong Limited (stock code: 778)); and
- (ii) the Agent, being Goodwell-Fortune Property Services Limited (a company incorporated in Hong Kong with limited liability), is an indirect wholly-owned subsidiary of CK Asset Holdings Limited (a company incorporated in the Cayman Islands with limited liability whose shares are listed on The Stock Exchange of Hong Kong Limited (stock code: 1113)).

To the best of the knowledge, information and belief of the Directors having made all reasonable enquiries, the Landlord, the Agent, and their respective ultimate beneficial owners are Independent Third Parties.

REASONS FOR AND BENEFITS FOR THE OFFER LETTER

The Group is currently leasing the Premises for its retail business. The existing tenancy of the Premises is to be expired in August 2026. By entering into the Offer Letter, the Group will be able to continue its retail business at the Premises which in turn contributes to the Group's revenue and maintains the Group's scale of operation.

The terms of the Offer Letter were reached on arm's length basis with reference to the prevailing market rental of similar comparable premises in the nearby areas. Having considered the foregoing, the Board considers that the entering into the Offer Letter is in the ordinary course of business of the Group and on normal commercial terms which are fair and reasonable, and that the Offer Letter and the transactions contemplated thereunder are in the interests of the Company and the Shareholders as a whole.

IMPLICATIONS UNDER THE LISTING RULES

Pursuant to HKFRS 16 "Leases", the Company recognises the value of the right-of-use assets on its consolidated financial statements of financial position in connection with the lease of the Premises under the Offer Letter. Accordingly, the lease transaction contemplated under the Offer Letter is regarded as an acquisition of asset by the Tenant under Rule 14.04(1)(a) of the Listing Rules.

As the highest of the applicable percentage ratios (as defined under Rule 14.04(9) of the Listing Rules) calculated based on the unaudited value of the right-of-use of the Premises under the Offer Letter exceeds 5% but is less than 25%, the entering into of the Offer Letter constitutes a discloseable transaction for the Company and is subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

DEFINITION

"Agent"	Goodwell-Fortune Property Services Limited, being the agent of the Landlord
"Board"	board of Directors
"Company"	Celestial Asia Securities Holdings Limited (stock code: 1049), a company incorporated in Bermuda with limited liability and the shares are listed on the main board of the Stock Exchange

“connected person(s)”	has the meaning ascribed to it in the Listing Rules
“Director(s)”	director(s) of the Company
“Gross Receipts”	the aggregate of all sums of money or other considerations received or receivable in each month for all goods sold, leased, hired or otherwise disposed of and for all services sold or performed and from all business of any nature whatever conducted at in from or upon the Premises without deduction whatsoever
“Group”	the Company and its subsidiaries
“HKFRS”	Hong Kong Financial Reporting Standards issued by the Hong Kong Institute of Certified Public Accountants
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Independent Third Party(ies)”	to the best of the directors’ knowledge, information and belief having made all reasonable enquiry, the Agent, the Landlord and their respective ultimate beneficial owners are third parties independent of the Company and its connected persons (as defined under the Listing Rules)
“Landlord”	Waldorf Realty Limited, being the landlord of the Premises
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Offer Letter”	the offer letter dated 10 August 2026 entered into between the Parties in relation to the lease of the Premises
“Parties”	the Tenant and the Agent (as agent of the Landlord)
“PRC”	the People’s Republic of China
“Premises”	the premises as more particular set out under the sub-heading “The Premises” in the section headed “The Offer Letter” in this announcement
“Shareholder(s)”	holder(s) of shares of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Tenant”	Pricerite Home Limited, a company incorporated in Hong Kong with limited liability, is an 99.01%-owned subsidiary of the Company
“%”	per cent

By order of the Board
Morton Cheung
*Executive Director and
Chief Financial Officer*

Hong Kong, 10 August 2026

As at the date hereof, the directors of the Company are: -

Executive directors:

Dr Kwan Pak Hoo Bankee, *BBS, JP*
Mr Kwan Teng Hin Jeffrey
Mr Cheung Tsz Yui Morton
Ms Kwan Iec Teng Janet

Independent non-executive directors:

Mr Leung Ka Kui Johnny
Mr Wong Chuk Yan
Dr Chan Hak Sin

If there is any inconsistency in this announcement between the Chinese and English versions, the English version shall prevail.

** For identification purposes only*