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SHAW BROTHERS HOLDINGS LIMITED
邵氏兄弟控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 00953)

PROFIT WARNING FOR THE SIX MONTHS ENDED 30 JUNE 2026 AND ANNOUNCEMENT IN RELATION TO RULE 10 OF THE TAKEOVERS CODE

This announcement is made by Shaw Brothers Holdings Limited (the "**Company**", together with its subsidiaries, collectively, the "**Group**") pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**") and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), and Rule 10 of the Hong Kong Code on Takeovers and Mergers (the "**Takeovers Code**") and Practice Note 2 of the Takeovers Code.

PROFIT WARNING FOR THE SIX MONTHS ENDED 30 JUNE 2026

The board of directors of the Company (the "**Board**") wishes to inform the shareholders of the Company (the "**Shareholders**") and potential investors that based on a preliminary review of the unaudited consolidated management accounts of the Group for the six months ended 30 June 2026 (the "**Period**"), and the information currently available to the Board, it is expected that:

(i) The revenue of the Group for the Period is expected to be no less than RMB18 million, representing a decrease of approximately 83% as compared to RMB106.4 million for the corresponding period in 2025. Net loss attributable to owners of the Company for the Period is expected to no less than approximately RMB9 million, as compared to a profit attributable to owners of the Company of RMB7.0 million for the corresponding period in 2025. The expected decrease in revenue and such turn-around from net profit to net loss attributable to owners of the Company for the Period was primarily due to: (a) a decrease in the number of film and drama projects released compared to the previous period, and (b) an increase in legal and professional fees incurred in connection with the proposed acquisition of the entire issued share capital of CMC Moon Holdings Limited (the "**Sale Shares**") from CMC Inc.

(ii) The other comprehensive loss for the Period was mainly attributable to the exchange difference arising on translation of financial statements from functional currency to presentation currency of approximately RMB12 million, as compared to the other comprehensive loss of approximately RMB11.8 million recorded for the corresponding period in 2025.

The Company is in the process of finalising the interim results of the Group for the Period. The information contained in this announcement is only based on a preliminary assessment of the unaudited consolidated management accounts of the Group and information currently available to the Board, which have neither been confirmed nor reviewed by the Company's auditors or its audit committee and may be subject to possible adjustment upon further review. Detailed financial information of the Group will be disclosed in the Company's interim results announcement for the Period which is expected to be published in late August 2026.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company and read the interim results announcement of the Company for the Period carefully when it is published.

ANNOUNCEMENT UNDER RULE 10 OF THE TAKEOVERS CODE

References are made to: (i) the announcement of the Company dated 21 January 2026 (the "**Acquisition Announcement**") and the monthly update announcements of the Company dated 11 March 2026, 10 April 2026, 8 May 2026, 8 June 2026 and 30 June 2026 (the "**Monthly Update Announcements**") in relation to, among other things, the Acquisition and the Whitewash Waiver; and (ii) the announcements of the Company dated 11 February 2026 and 30 June 2026 in relation to, among other things, the delay in despatch of the Circular (the "**Delay Announcements**", together with the Acquisition Announcement and the Monthly Update Announcements, the "**Announcements**"). Unless the context otherwise requires, capitalised terms used herein have the same meanings as those defined in the Announcements.

The expected loss of the Company for the Period contained in the section headed "Profit Warning" (the "**Profit Warning**") above constitutes a profit forecast under Rule 10 of the Takeovers Code and should therefore be reported on by the Company's financial advisers and auditors or accountants in accordance with Rule 10.4 of the Takeovers Code. In view of the requirement of timely disclosure of inside information under Rule 13.09(2)(a) of the Listing Rules and pursuant to Part XIVA of the SFO, the Company is required to issue this announcement as soon as practicable and, given the time constraints, the Company has encountered genuine practical difficulties (time-wise or otherwise) in meeting the reporting requirements set out in Rule 10.4 of the Takeovers Code.

Under Rule 10.4 and Practice Note 2 of the Takeovers Code, if a profit forecast is made during an offer period and is first published in an announcement, it must be repeated in full, together with the reports from the Company's financial advisers (or independent financial advisers) and auditors or accountants on such profit forecast, in the next document to be sent to the Shareholders by the Company (the "**Document**"). However, if the interim results of the Group for the Period which fall within the ambit of Rule 10.9 of the Takeovers Code (and to which the Profit Warning relates) are published prior to the despatch of the next Document and the relevant results together with the notes to the financial statements are incorporated by reference in the next Document, the requirements to report on the Profit Warning under Rule 10.4 of the Takeovers Code will no longer apply.

WARNING

Shareholders and potential investors of the Company should note that the Profit Warning has not been reported on in accordance with the requirements under Rule 10 of the Takeovers Code and does not meet the standard required by Rule 10 of the Takeovers Code. Shareholders and potential investors of the Company should therefore exercise caution in placing reliance on the Profit Warning in assessing the merits and demerits of the SPA and the transactions contemplated thereunder (including the Acquisition), the Specific Mandate and the Whitewash Waiver, and whether the Acquisition may or may not materialise or eventually be consummated.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Shares and/or other securities of the Company and, if in any doubt, they should consult their professional advisers.

By Order of the Board
Shaw Brothers Holdings Limited
Li Ruigang
Chairman

Hong Kong, 18 August 2026

As at the date of this announcement, the Board comprises:

Chairman and Non-executive Director
Mr. Li Ruigang

Executive Directors
Miss Lok Yee Ling Virginia
Mr. Gu Jiong

Non-executive Director
Mr. Hui To Thomas, *JP*

Independent Non-executive Directors
Mr. Pang Hong
Mr. Poon Kwok Hing Albert
Mr. Ge Jun

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.