德泰新能源集團有限公司
DeTai New Energy Group Limited

(Incorporated in Bermuda with limited liability)

(Stock Code: 559)

VOLUNTARY ANNOUNCEMENT MEMORANDUM OF UNDERSTANDING IN RELATION TO PROPOSED ACQUISITION AND CONTINUED SUSPENSION OF TRADING

This announcement is made by DeTai New Energy Group Limited (the "**Company**", together with its subsidiaries, the "**Group**") on a voluntary basis to provide the Shareholders and potential investors of the Company with the latest business development of the Group.

THE MEMORANDUM OF UNDERSTANDING

The Board is pleased to announce that on 21 August 2026, the Vendor, the Company as the purchaser and the Target Company entered into the MOU pursuant to which Vendor intends to sell and the Company intends to purchase the Sale Share and the Sale Loan for the aggregate Consideration of HK$505,000,000, subject to the terms of the Sale and Purchase Agreement to be entered into between the Vendor, the Company and the Target Company. The Company shall not be obliged to purchase any of the Sale Share and the Sale Loan unless the sale and purchase of all the Sale Share and the Sale Loan are completed simultaneously.

Sale and Purchase Agreement

The Vendor, the Company and the Target Company shall negotiate in good faith to ensure that the Sale and Purchase Agreement be entered into by the Long Stop Date (or such later date as the Vendor, the Company and the Target Company may agree in writing).

Completion of the Sale and Purchase Agreement shall be conditional upon, amongst others, the passing by the Shareholders at a general meeting of the Company to be convened and held of an ordinary resolution to approve the Sale and Purchase Agreement and the transactions contemplated thereunder, including but not limited to the execution of the promissory note by the Company.

If the Vendor, the Company and the Target Company fail to execute the Sale and Purchase Agreement by the Long Stop Date or by any later date agreed upon by the Vendor, the Company and the Target Company, or if the Vendor, the Company and the Target Company mutually agree in writing to terminate the negotiations regarding the sale and purchase of the Sale Share and the Sale Loan (whichever occurs first), the MOU shall cease and determine.

Consideration

Subject to further negotiations between the Vendor, the Company and the Target Company, and the Sale and Purchase Agreement, the aggregate Consideration payable shall be satisfied by the Company partially in cash (in the amount not more than HK$255 million) and with the remaining balance of the Consideration being settled by the Company by the issuance of a promissory note.

Subject to the Sale and Purchase Agreement, the final Consideration shall be adjusted based on the consolidated net asset value of the Target Company as at the Completion Date after the declaration/payment of the Pre-Completion Dividends.

Exclusivity

In consideration of the expenses to be incurred by the Company in the negotiation of the MOU, the Vendor will not, and will procure that the Target Group and its directors, officers, employees, representatives and agents will not, directly or indirectly, from the date of the MOU to the Long Stop Date (or such later date as the Vendor, the Company and the Target Company may agree in writing) (both days inclusive) (i) solicit, initiate or encourage inquiries or offers from, or (ii) initiate or continue negotiations or discussions with or furnish any information to, or (iii) enter into any agreement or statement of intent or understanding with, any person or entity other than the Company with respect to the sale or other disposition of the Sale Share and the Sale Loan or any interests of the Target Group and the Hotel or the sale, subscription, or allotment of any part thereof or any other shares of the Target Group. If the Target Company or the Vendor receives any such inquiry or offer, the Vendor will promptly notify the Company.

The MOU shall create no legal and binding obligations on the parties thereto, save for certain provisions including but not limited to the exclusivity, confidentiality, termination and governing law.

INFORMATION ON THE VENDOR AND THE TARGET COMPANY

The Vendor

The Vendor is a company incorporated in Bermuda with limited liability and is principally engaged in investment holding. The Vendor is the sole shareholder of the Target Company.

The Target Company

The Target Company is a company incorporated in the British Virgin Islands with limited liability and its principal business is investment holdings. The principal business of the Target Group is the operation of the Hotel and its main asset is the Hotel.

The Hotel is a 4-star hotel offering 441 fully furnished and well-appointed guest rooms located in Macau. It commenced operations in 1997 and completed a comprehensive renovation in 2005.

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

REASONS FOR AND BENEFITS OF ENTERING INTO THE MOU AND THE PROPOSED ACQUISITION

The Company is an investment holding company and the Group is principally engaged in (i) hotel hospitality business; (ii) provision of money lending services; (iii) trading and distribution of liquor and wine; and (iv) investment in listed securities.

By acquiring the Target Group, in addition to its hospitality operation in Niseko, Japan, the Group will have a year-round urban hospitality presence in Macau, one of Asia's premier tourism hubs. In addition, the integration of the Target Group is expected to generate synergies to the Enlarged Group, such as the revenue diversification, cross-promotion and operational enhancements and resource reallocation. The Proposed Acquisition provides the Group with a stable, income-generating asset and a proven track record of profitability.

GENERAL

The Proposed Acquisition, if materialised, may constitute a notifiable transaction of the Company under the Listing Rules. Further announcement(s) will be made by the Company as and when appropriate in compliance with the Listing Rules.

The Board wishes to emphasise that no definitive agreement in relation to the Proposed Acquisition has been entered into by the Group as at the date of this announcement. As such, the Proposed Acquisition may or may not materialise.

CONTINUED SUSPENSION OF TRADING

At the request of the Company, trading in the shares on the Stock Exchange has been suspended with effect since 9:00 a.m. on 13 April 2026. Trading in the Shares will continue to be suspended until further notice.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

DEFINITIONS

In this announcement, unless the context otherwise requires, capitalised terms used shall have the following meanings:

"Board"	the board of Directors
"Completion"	completion of the sale and purchase of the Sale Share and the Sale Loan in accordance with the terms and conditions of the Sale and Purchase Agreement

"Completion Date"	the date within 5 business days after the fulfillment (or waiver) of the conditions set out in the Sale and Purchase Agreement (or such other date as may be agreed in writing between the parties to the Sale and Purchase Agreement)
"Consideration"	the consideration for the Sale Share and the Sale Loan
"Directors"	the directors of the Company
"Enlarged Group"	the Group as enlarged by the acquisition of the Target Group
"Hotel"	a hotel located in Macau
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"Long Stop Date"	the date falling 30 calendar days from the date of the MOU
"Macau"	the Macau Special Administrative Region of the People's Republic of China
"MOU"	the memorandum of understanding dated 21 August 2026 and entered into amongst the Vendor, the Company and the Target Company for the sale and purchase of the Sale Share and the Sale Loan
"Pre-Completion Dividends"	dividends to be declared by the Target Company before Completion
"Proposed Acquisition"	the proposed acquisition of the Sale Share and the Sale Loan by the Company
"Sale and Purchase Agreement"	the formal agreement for the sale and purchase of the Sale Share and the Sale Loan to be entered into between the Vendor, the Company and the Target Company
"Sale Loan"	all obligations, liabilities and debts owing or incurred by the Target Group to the Vendor or its affiliates on or at any time prior to the Completion whether actual, contingent or deferred and irrespective of whether or not the same is due and payable on Completion
"Sale Share"	1 share of the Target Company, being its entire issued share capital, beneficially owned by the Vendor prior to Completion
"Shares"	ordinary share(s) of par value of HK$0.05 each in the share capital of the Company

"Shareholders"	holders of the Shares
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Target Company"	a company incorporated in the British Virgin Islands with limited liability
"Target Group"	the Target Company and its subsidiaries
"Vendor"	the sole shareholder of the Target Company which is a company incorporated in Bermuda with limited liability

By order of the Board
DeTai New Energy Group Limited
Wong Siu Keung Joe
Chairman and Executive Director

Hong Kong, 21 August 2026

As at the date of this announcement, the executive Director is Mr. Wong Siu Keung Joe (Chairman); the non-executive Director is Ms. Chu Yin Yin Georgiana; and the independent non-executive Directors are Mr. Chiu Wai On, Mr. Man Kwok Leung and Mr. To Chun Wai.