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Grown Up Group Investment Holdings Limited

植華集團投資控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 1842)

COMPLETION OF SUBSCRIPTION OF NEW SHARES UNDER GENERAL MANDATE

Reference is made to the announcements of Grown Up Group Investment Holdings Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) dated 30 June 2026 and 23 July 2026 (the “**Announcements**”) in relation to the Subscription. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Announcements.

COMPLETION OF SUBSCRIPTION OF NEW SHARES UNDER GENERAL MANDATE

The Board is pleased to announce that all the conditions to the Subscription Agreement have been fulfilled and Completion took place on 31 August 2026. A total of 240,000,000 Subscription Shares, representing 20% of the issued share capital of the Company immediately before Completion and approximately 16.67% of the issued share capital of the Company as enlarged by the allotment and issue of the Subscription Shares, have been successfully allotted and issued to the Subscriber at the Subscription Price of HK\$0.033 per Subscription Share.

The gross proceeds raised from the Subscription amounted to HK\$7,920,000, and the Net Proceeds, after deduction of all relevant expenses, amounted to approximately HK\$7,800,000. The Net Proceeds are intended to be fully used for replenishment of the Group’s general working capital, of which, approximately 50%, 20% and 30% will be allocated to staff costs, selling and distribution expenses and general administrative expenses respectively arising from the Group’s daily operations.

EFFECT ON SHAREHOLDING STRUCTURE OF THE COMPANY

Set out below is the shareholding structure of the Company immediately before and after the Completion:

Shareholders	Immediately before Completion		Immediately after Completion	
	Number of Shares	Approximate percentage of Shareholding in the total issued Shares	Number of Shares	Approximately percentage of shareholding in the total issued Shares
Mr. Berg (<i>Note 1</i>)	371,000,000	30.92%	371,000,000	25.76%
The Subscriber (<i>Note 2</i>)	—	—	240,000,000	16.67%
Public Shareholders	<u>829,000,000</u>	<u>69.08%</u>	<u>829,000,000</u>	<u>57.57%</u>
Total	<u>1,200,000,000</u>	<u>100.00%</u>	<u>1,440,000,000</u>	<u>100.00%</u>

Note:

- Such Shares are beneficially owned by GP Group Investment Holding Limited (“**GP Group**”), a company incorporated in Hong Kong with limited liability. The controlling shareholder of GP Group is Berg Group Holding Limited, which is wholly-owned by Mr. Thomas Berg (“**Mr. Berg**”), the Chairman of the Board and an executive Director. By virtue of the SFO, Mr. Berg is deemed to be interested in the 371,000,000 Shares held by GP Group.
- Upon Completion, the Subscriber has become a substantial Shareholder (as defined in the Listing Rules) and a connected person of the Company within the meaning of the Listing Rules.

By order of the Board
Grown Up Group Investment Holdings Limited
Thomas Berg
Chairman and executive Director

Hong Kong, 31 August 2026

As at the date of this announcement, the executive Director Mr. Thomas Berg, Mr. Jan Ankersen and Mr. Fong Ho Tat; and the independent non-executive Directors are Ms. Yip Hiu Tung, Mr. Wong Kai Hing and Mr. Chan Ting Leuk Arthur.