Superland Group Holdings Limited
德合集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 368)

INTERIM RESULTS ANNOUNCEMENT FOR THE SIX MONTHS ENDED 30 JUNE 2026

The board (the "**Board**") of directors (the "**Directors**") of Superland Group Holdings Limited (the "**Company**") is pleased to announce its unaudited condensed consolidated interim results of the Company and its subsidiaries (collectively the "**Group**") for the six months ended 30 June 2026, together with the comparative figures for the corresponding six months ended 30 June 2025, as follows:

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
For the six months ended 30 June 2026

		Six months ended 30 June	
		2026	2025
	Notes	***HK$'000***	*HK$'000*
		(Unaudited)	(Unaudited)
Revenue	*4*	**439,790**	450,905
Cost of services		**(389,123)**	(399,529)
Gross profit		**50,667**	51,376
Other gains/(losses), net		**1,601**	2,198
Gain on disposal of subsidiaries		**6,215**	–
Administrative expenses		**(33,095)**	(30,592)
Profit before finance income and costs and income tax		**25,388**	22,982
Finance income		**57**	103
Finance costs		**(14,053)**	(17,811)
Profit before income tax	*5*	**11,392**	5,274
Income tax expense	*6*	**(1,517)**	(1,035)
Profit and total comprehensive income for the period attributable to owners of the Company		**9,875**	4,239
Earnings per share attributable to owners of the Company			
Basic and diluted (HK cents)	*7*	**1.23**	0.53

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2026

	Notes	**As at 30 June 2026 HK$'000 (Unaudited)**	As at 31 December 2025 HK$'000 (Audited)
ASSETS			
Non-current assets			
Plant and equipment		**3,187**	3,673
Right-of-use assets		**8,789**	11,246
Investments in insurance contracts		**64,056**	62,508
Other receivables, deposits and prepayments		**44,970**	45,171
Deferred income tax assets		**1,639**	1,639
		122,641	124,237
Current assets			
Trade receivables	*9*	**125,381**	128,693
Other receivables, deposits and prepayments		**107,760**	109,956
Contract assets		**653,171**	592,387
Pledged time deposits		**7,332**	7,300
Cash and cash equivalents		**32,985**	44,707
Tax recoverable		**157**	528
		926,786	883,571
Total assets		**1,049,427**	1,007,808
EQUITY AND LIABILITIES			
Equity attributable to owners of the Company			
Share capital		**8,000**	8,000
Reserves		**88,506**	88,506
Retained earnings		**142,318**	132,443
Total equity		**238,824**	228,949

	Notes	As at 30 June 2026 HK$'000 (Unaudited)	As at 31 December 2025 HK$'000 (Audited)
LIABILITIES			
Non-current liabilities			
Lease liabilities		**4,859**	6,739
Accruals		**808**	1,445
		5,667	8,184
Current liabilities			
Trade payables	*10*	**112,823**	86,876
Accruals, retention payables and other liabilities		**148,505**	142,514
Lease liabilities		**4,250**	4,594
Contract liabilities		**55,384**	34,775
Borrowings		**483,974**	501,916
		804,936	770,675
Total liabilities		**810,603**	778,859
Total equity and liabilities		**1,049,427**	1,007,808

NOTES

1. GENERAL INFORMATION

The Company was incorporated in the Cayman Islands on 11 July 2019 as an exempted company with limited liability under the Companies Act (as revised) of the Cayman Islands. The address of the Company's registered office is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111, the Cayman Islands. The address of the Company's principal place of business in Hong Kong Special Administrative Region ("**Hong Kong**" or "**HKSAR**") of the People's Republic of China is 18/F, Chevalier Commercial Centre, 8 Wang Hoi Road, Kowloon Bay, Hong Kong.

The Company is an investment holding company. The Group is principally engaged in the provision of fitting-out services and repair and maintenance services to residential and commercial properties in Hong Kong.

The shares (the "**Shares**") of the Company were listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") on 17 July 2020.

As disclosed in the joint announcement (the "**Joint Announcement**") made by the Company and Grand Junction Intelligence Co., Limited (the "**Offeror**") dated 4 August 2026, the Board was informed by Space Plus Investment Company Limited (formerly known as "Fate Investment Company Limited") (the "**Selling Shareholder**"), which is legally and beneficially wholly owned by Mr. Ng Chi Chiu ("**Mr. Ng**"), an executive Director, the chairman of the Board and the chief executive officer of the Company, that on 27 July 2026 (after trading hours), the Offeror and STF Ventures Limited ("**STFV**") (as purchasers) entered into a sale and purchase agreement (the "**Sale and Purchase Agreement**") with the Selling Shareholder (as vendor) for the acquisition (the "**Acquisition**") of 600,000,000 Shares in aggregate, comprising (i) acquisition of 440,000,000 Shares by the Offeror (representing 55.00% of the total issued share capital of the Company as at the date of the Joint Announcement) and (ii) acquisition of 160,000,000 Shares by STFV (representing 20.00% of the total issued share capital of the Company as at the date of the Joint Announcement), from the Selling Shareholder at a total consideration (the "**Consideration**") of HK$225,000,000 (equivalent to consideration of HK$0.375 per Share).

The completion (the "**Completion**") of the Acquisition took place on 3 August 2026.

Details of the Acquisition are set out in the Joint Announcement.

Upon the Completion and with effect from 3 August 2026, the Selling Shareholder, Mr. Ng and his spouse, Ms. Zhao Haiyan Chloe ("**Ms. Zhao**"), being the executive Directors, ceased to have any interests in the Shares.

Pursuant to Rule 26.1 of the Hong Kong Code on Takeovers and Mergers (the "**Takeovers Code**"), the Offeror is required to make the mandatory unconditional cash offer (the "**Offer**") to acquire all of the Shares in the issued share capital of the Company (other than those already owned and/or agreed to be acquired by the Offeror and the parties acting in concert with it (including STFV)). It was expected that the composite offer and response document (the "**Composite Document**") to be jointly issued by the Offeror and the Company in connection with the Offer setting out, among other things, (i) details of the Offer (including the expected timetable and the terms of the Offer); (ii) a letter of recommendation from the independent board committee (the "**Independent Board Committee**") of the Company, comprising all of the two non-executive Directors and all of the three independent non-executive Directors, to the independent shareholders of the Company, i.e., the shareholders of the Company other than the Offeror and parties acting in concert with it (including STFV), in respect of the Offer; and (iii) a letter of advice from Carlyon Capital Limited, the independent financial adviser, to the Independent Board Committee in respect of the Offer, together with the relevant form of acceptance (the "**Form of Acceptance**"), would be despatched jointly by the Offeror and the Company to the shareholders (the "**Shareholders**") of the Company as soon as practicable and no later than 21 days after the date of the Joint Announcement (i.e., on or before 25 August 2026) in accordance with Rule 8.2 of the Takeovers Code unless the Executive (the "**Executive**") Director of the Corporate Finance Division of the Securities and Futures Commission of Hong Kong grants a consent for extension.

As further disclosed in the second joint announcement (the "**Second Joint Announcement**") made by the Company and the Offeror dated 25 August 2026, an application has been made to the Executive for a waiver from strict compliance with Rule 8.2 of the Takeovers Code and for the Executive's consent under Rule 8.2 of the Takeovers Code to extend the deadline for the despatch of the Composite Document, and the Executive has indicated that it is minded to grant the consent to extend the deadline for the despatch of the Composite Document accompanied by the relevant Form of Acceptance from 25 August 2026 to a date falling on or before 25 September 2026. Details of which are set out in the Second Joint Announcement.

2. BASIS OF PREPARATION

The interim condensed consolidated financial information has been prepared in accordance with the applicable disclosure provisions of the Rules (the "**Listing Rules**") Governing the Listing of Securities on the Stock Exchange, including compliance with Hong Kong Accounting Standard ("**HKAS**") 34, "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants ("**HKICPA**").

The preparation of the interim condensed consolidated financial information in conformity with HKAS 34 requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expenses on a year to date basis. Actual results may differ from these estimates.

The interim condensed consolidated financial information should be read in conjunction with the annual financial statements for the year ended 31 December 2025, which have been prepared in accordance with Hong Kong Financial Reporting Standards ("**HKFRS**") issued by the HKICPA.

3. SUMMARY OF MATERIAL ACCOUNTING POLICIES

The interim condensed consolidated financial information has been prepared under the historical cost convention except for investments in insurance contracts which are measured at the cash surrender value.

The accounting policies, basis of presentation and methods of computation used in preparing the interim condensed consolidated financial information are consistent with those followed in preparing the Group's annual consolidated financial statements for the year ended 31 December 2025, except as described below.

Amendments to HKFRS 9 and HKFRS 7	Classification and Measurement of Financial Instruments
Amendments to HKFRS 9 and HKFRS 7	Contracts Referencing Nature-dependent Electricity
Annual Improvements Project	Annual Improvements to HKFRS Accounting Standards — Volume 11

The adoption of the amendments and improvements to HKFRSs referred to above has had no significant impact on the results and financial position of the Group. The Group has not early adopted any new or amended standards that are not yet effective for the current accounting period.

4. REVENUE AND SEGMENT INFORMATION

The chairman is identified as the chief operating decision maker ("**CODM**") of the Group who reviews the Group's internal reporting in order to assess performance and allocate resources.

As substantial business operations of the Group relate to the provision of fitting-out services and repair and maintenance services, the CODM makes decisions about resources allocation and performance assessment based on the entity-wide consolidated financial information. Accordingly, there is only one single operating segment for the Group qualified as reportable segment under HKFRS 8. No separate segmental analysis is presented in this announcement.

(a) Disaggregation of revenue

	Six months ended 30 June	
	2026	2025
	HK$'000	*HK$'000*
	(Unaudited)	(Unaudited)
Revenue from contracts with customers within the scope of HKFRS 15		
Disaggregated by major products of service lines		
— Fitting-out services	**420,044**	448,267
— Repair and maintenance services	**19,746**	2,638
	439,790	450,905

The Group's revenue is recognised over time for the six months ended 30 June 2026 and 2025.

(b) Geographical information

All the Group's revenue for the six months ended 30 June 2026 and 2025 and the Group's assets as at 30 June 2026 and 31 December 2025 are generated and based in Hong Kong.

5. PROFIT BEFORE INCOME TAX

	Six months ended 30 June	
	2026	2025
	HK$'000	*HK$'000*
	(Unaudited)	(Unaudited)
The Group's profit before income tax is stated after charging the following:		
Sub-contracting fees	**185,829**	270,011
Material costs	**150,814**	88,189
Depreciation		
— plant and equipment	**486**	283
— right-of-use assets	**2,457**	6,973
Employee benefit expenses (including the Directors' emoluments)	**57,485**	53,050
Interest expenses on borrowings	**13,685**	17,106
Interest elements of lease liabilities	**368**	705

6. INCOME TAX EXPENSE

	Six months ended 30 June	
	2026	2025
	HK$'000	*HK$'000*
	(Unaudited)	(Unaudited)
Current income tax		
— Provision for the period	**1,517**	1,035
Deferred income tax	**–**	–
Income tax expense	**1,517**	1,035

In accordance with the two-tiered profits tax regime, Hong Kong profits tax was calculated at 8.25% (six months ended 30 June 2025: 8.25%) on the first HK$2 million and 16.5% (six months ended 30 June 2025: 16.5%) on the remaining balance of the estimated assessable profits for the six months ended 30 June 2026 and 2025.

7. EARNINGS PER SHARE

(a) Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to owners of the Company by the weighted average number of ordinary shares in issue during the respective periods.

	Six months ended 30 June	
	2026	2025
	(Unaudited)	(Unaudited)
Profit attributable to owners of the Company (HK$)	**9,875,000**	4,239,000
Weighted average number of ordinary shares in issue	**800,000,000**	800,000,000
Basic and diluted earnings per share (HK cents)	**1.23**	0.53

(b) Diluted earnings per share

Diluted earnings per share is the same as the basic earnings per share as there was no potential ordinary shares outstanding for the six months ended 30 June 2026 (six months ended 30 June 2025: same).

8. DIVIDENDS

The Board does not recommend the payment of an interim dividend for the six months ended 30 June 2026 (six months ended 30 June 2025: Nil).

9. TRADE RECEIVABLES

	As at 30 June 2026	As at 31 December 2025
	HK$'000	*HK$'000*
	(Unaudited)	(Audited)
Trade receivables	**125,393**	128,705
Less: provision for impairment	**(12)**	(12)
Trade receivables, net	**125,381**	128,693

As at 30 June 2026 and 31 December 2025, the ageing analysis of the trade receivables, based on invoice date, and before impairment losses, was as follows:

	As at 30 June 2026 *HK$'000* **(Unaudited)**	As at 31 December 2025 *HK$'000* (Audited)
1–30 days	**71,537**	61,385
31–60 days	**36,861**	40,473
61–90 days	**15,443**	19,560
Over 90 days	**1,552**	7,287
	125,393	128,705

10. TRADE PAYABLES

As at 30 June 2026 and 31 December 2025, the ageing analysis of the trade payables by invoice date was as follows:

	As at 30 June 2026 *HK$'000* **(Unaudited)**	As at 31 December 2025 *HK$'000* (Audited)
1–30 days	**40,706**	27,046
31–60 days	**21,086**	27,010
61–90 days	**12,125**	15,167
Over 90 days	**38,906**	17,653
	112,823	86,876

11. CONTINGENCIES

As at 30 June 2026 and 31 December 2025, the Group's contingent liabilities were as follows:

	As at 30 June 2026 *HK$'000* **(Unaudited)**	As at 31 December 2025 *HK$'000* (Audited)
Surety bonds *(Note)*	**118,228**	137,375

Note: As at 30 June 2026, the Group provided corporate guarantee to surety bonds in respect of 13 (31 December 2025: 13) fitting-out contracts of the Group in its ordinary course of business. The surety bonds are expected to be released in accordance with the terms of the respective fitting-out contracts.

MANAGEMENT DISCUSSION AND ANALYSIS

FINANCIAL REVIEW

Revenue

The revenue of the Group for the six months ended 30 June 2026 and 2025 were approximately HK$439,790,000 and approximately HK$450,905,000, respectively, and remained fairly stable.

Gross profit and gross profit margin

The gross profit of the Group for the six months ended 30 June 2026 and 2025 were approximately HK$50,667,000 and approximately HK$51,376,000, respectively, and remained fairly stable.

The gross profit margin of the Group for the six months ended 30 June 2026 and 2025 were approximately 11.5% and approximately 11.4%, respectively, and remained fairly stable.

Other gains/(losses), net

The net other gains/(losses) of the Group for the six months ended 30 June 2026 and 2025 mainly represented the changes in value of the investments in insurance contracts during the period under review.

Gain on disposal of subsidiaries

During the six months ended 30 June 2026, the Group disposed the entire equity interest in Meso Group Limited (Meso Group Limited and its subsidiary, collectively the "**Disposal Group**") to Mr. Ng, the then controlling shareholder of the Company, at a nominal consideration of HK$1.00 (the "**Disposal**"). The Disposal Group was principally engaged in the research of interior design and home styling software.

With reference to the latest management accounts, the Disposal Group had no material assets as at the date of the Disposal, and has been incurring operating losses persistently and requiring ongoing financial support from the Group since its commencement of existing business in 2021. To optimize resource allocation and prevent further capital drain, the Board determined to cease further investment and focus management resources on the Group's core business.

The consideration was determined after arm's length negotiations with reference to the net liabilities position of the Disposal Group since 2021 and up to the date of Disposal. The Disposal resulted in a one-off gain on disposal of approximately HK$6,215,000 upon deconsolidation. The Disposal does not have any material adverse impact on the Group's core business operations.

Administrative expenses

The administrative expenses of the Group for the six months ended 30 June 2026 and 2025 were approximately HK$33,095,000 and approximately HK$30,592,000, respectively, representing an increase of approximately 8.2%.

The increase in the administrative expenses was mainly due to the increase in the professional fees of the Group incurred during the period under review.

Finance costs

The finance costs of the Group for the six months ended 30 June 2026 and 2025 were approximately HK$14,053,000 and approximately HK$17,811,000, respectively, representing a decrease of approximately 21.1%.

The decrease in the finance costs was mainly due to the decrease in the overall bank borrowings of the Group during the period under review.

Profit and total comprehensive income for the period attributable to owners of the Company

As a result of the abovementioned, the profit and total comprehensive income attributable to owners of the Company for the six months ended 30 June 2026 and 2025 were approximately HK$9,875,000 and approximately HK$4,239,000, respectively, representing an increase of approximately 133.0%.

Excluding the one-off and non-recurring item, i.e., the gain on disposal of subsidiaries of the Group for the six months ended 30 June 2026 of approximately HK$6,215,000, the profit and total comprehensive income attributable to owners of the Company for the six months ended 30 June 2026 would be adjusted to approximately HK$3,660,000, representing a decrease of approximately 13.7% as compared to the one for the six months ended 30 June 2025.

BUSINESS REVIEW AND PROSPECTS

Businesses

The Group is an established contractor based in Hong Kong with over 22 years of operating history providing fitting-out services and repair and maintenance services with the qualifications as a registered electrical contractor, registered subcontractor and registered minor works contractor in Hong Kong.

For the six months ended 30 June 2026, the Group was principally engaged in the provision of fitting-out services and repair and maintenance services to residential and commercial properties in Hong Kong.

As at 30 June 2026, the Group had a total of 83 (31 December 2025: 75) fitting-out projects on hand, which included fitting-out projects that have commenced but not yet completed and fitting-out projects that have been awarded to the Group but not yet commenced, with an aggregate total contract sum of approximately HK$6,007 million (31 December 2025: approximately HK$5,314 million). Among these projects on hand, 38 projects were with total contract sum of approximately HK$50 million or above. As at 30 June 2026, the aggregate total contract sum of these 38 projects amounted to approximately HK$4,577 million (31 December 2025: 37 projects: approximately HK$4,464 million).

Future prospects and strategies

With reference to the Joint Announcement, it was disclosed, including but no limited to, that:

- the Offeror is optimistic on the business prospects of the Company and consider that the Acquisition could achieve long-term growth and returns.

- following the close of the Offer, it is the intention of the Offeror that the Group will continue with its existing principal business for long-term purposes. The Offeror does not intend to introduce any major changes to the existing operations and business of the Group after close of the Offer and will neither redeploy nor dispose of any of the assets (including fixed assets) of the Group other than in the ordinary course of business.

- nevertheless, following the close of the Offer, the Offeror will conduct a detailed review on the existing principal operations and business, and the financial position of the Group for the purpose of formulating business plans and strategies for the Group's long-term business development and will explore other business opportunities for the Group. Subject to the results of the review, and should suitable investment or business opportunities arise, the Offeror may consider whether any assets and/or business acquisitions or disposals by the Group will be appropriate in order to enhance its growth. Any acquisition or disposal of the assets or business of the Group, if any, will be conducted in compliance with the Listing Rules.

- no investment or business opportunity has been identified nor has the Offeror entered into any agreement, arrangement, understanding or negotiation in relation to the injection of any assets or business into the Group.

DEBTS AND CHARGE ON ASSETS

As at 30 June 2026, total debts of the Group, including bank borrowings and lease liabilities, was approximately HK$493,083,000 (31 December 2025: approximately HK$513,249,000).

As at 30 June 2026, the Group's banking facilities were secured/guaranteed by:

(i) Personal guarantee provided by a Director, Mr. Ng;

(ii) Corporate guarantee provided by the Company;

(iii) Properties held by two Directors, Mr. Ng and Ms. Zhao, and related companies;

(iv) Investments in insurance contracts of approximately HK$64,056,000 (31 December 2025: approximately HK$62,508,000); and

(v) Pledged time deposits of approximately HK$7,332,000 (31 December 2025: approximately HK$7,300,000).

In addition, as at 30 June 2026, the Group provided corporate guarantee to surety bonds.

The bank borrowings of the Group bear interest at floating rates that are market dependent. The Group currently does not have any interest rate hedging policy while the Group pays vigilant attention to and monitors interest rate risk continuously and cautiously.

As disclosed in the Joint Announcement, certain amounts of the Consideration should be payable to a designated bank account of the Selling Shareholder. Pursuant to the Sale and Purchase Agreement, the Selling Shareholder undertakes to procure the release of guarantee provided by the Company in respect of borrowings, facilities and surety bonds obtained by a principal subsidiary of the Company within nine months after the date of the Completion. As an executive Director and the controlling shareholder of the Company since the Company's listing and immediately prior to the Completion, Mr. Ng has initiated the Group's bank borrowings and served as the primary contact during negotiations with banks. Leveraging his established relationships with the banks, Mr. Ng will facilitate the release of the Company's guarantee after the date of the Completion. In the event that the Selling Shareholder fails to procure the release of guarantee, funds deposited in the above-mentioned account shall be applied to pay any principal, interest and/or other related fees and/or expenses of any loans or guarantees of such subsidiary as required by its creditor.

LIQUIDITY, FINANCIAL RESOURCES AND CAPITAL STRUCTURE

On 17 July 2020, the Shares were listed on the Main Board of the Stock Exchange, and there has been no change in capital structure of the Group since then.

As at 30 June 2026, the Company's issued capital was HK$8,000,000 and the number of its issued ordinary shares was 800,000,000 of HK$0.01 each.

The principal liquidity and working capital requirements of the Group primarily related to the Group's operating expenses. The Group expects to fund its working capital and other liquidity requirements with a combination of various sources, including but not limited to cash generated from the Group's operations and bank borrowings as well as other external equity and debt financings as and when appropriate.

As at 30 June 2026, the Group had pledged time deposits of approximately HK$7,332,000 (31 December 2025: approximately HK$7,300,000). Consistent with others in the industry, the Group monitors capital on the basis of the gearing ratio which is calculated as net debt divided by total capital. Net debt is calculated as total borrowings and lease liabilities less cash and cash equivalents and pledged time deposits. Total capital is calculated as "total equity" as shown in the consolidated statement of financial position, plus net debt. As at 30 June 2026, the gearing ratio of the Group was approximately 65.5% (31 December 2025: approximately 66.8%). As at 30 June 2026, the current ratio of the Group was approximately 1.2 (31 December 2025: approximately 1.1).

FOREIGN EXCHANGE EXPOSURE

Most of the income, expenditures, assets and liabilities of the Group are denominated in Hong Kong Dollars, being the functional currency of the Group, and hence, the Group does not have any material foreign exchange risk exposure. With the insignificant portion of monetary transactions, assets and liabilities of the Group being denominated in foreign currencies, for the six months ended 30 June 2026, the Group did not employ any financial instruments for hedging purpose. The Group monitors its foreign currency exposure closely and will consider adopting hedging policy should the need arise.

EMPLOYEE AND REMUNERATION POLICY

As at 30 June 2026, the Group employed a total of 250 (31 December 2025: 258) employees. The remuneration package the Group offered to its employees includes salary, discretionary year-end bonus and other cash subsidies. The Group provides a defined contribution to the Mandatory Provident Fund as required under the Mandatory Provident Fund Schemes Ordinance (Chapter 485 of the Laws of Hong Kong) for all eligible employees. The Group determines the salary of its employees mainly based on their qualifications, experiences and performance. The Group carries out regular review on the performance of employees to determine any salary adjustments, bonuses and promotions.

For the six months ended 30 June 2026, the employee benefit expenses (including the Directors' emoluments) amounted to approximately HK$57,485,000 (six months ended 30 June 2025: approximately HK$53,050,000).

As disclosed in the Joint Announcement and save as disclosed in the section headed "Board Composition" below, the Offeror has no intention to make material changes to the employment of the employees of the Group.

SIGNIFICANT INVESTMENTS, MATERIAL ACQUISITIONS OR DISPOSALS

Save as disclosed elsewhere in this announcement, for the six months ended 30 June 2026, the Group did not have any significant investments, material acquisitions or disposals.

As disclosed in the Joint Announcement, following the close of the Offer, it is the intention of the Offeror that the Group will continue with its existing principal business for long-term purposes. The Offeror does not intend to introduce any major changes to the existing operations and business of the Group after close of the Offer and will neither redeploy nor dispose of any of the assets (including fixed assets) of the Group other than in the ordinary course of business.

As disclosed in the Joint Announcement, no investment or business opportunity has been identified nor has the Offeror entered into any agreement, arrangement, understanding or negotiation in relation to the injection of any assets or business into the Group.

There was no formal plan authorised by the Board for any significant investments, material acquisitions or disposals as at 30 June 2026 and up to the date of this announcement.

FUTURE PLANS FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS

As at 30 June 2026, the Group did not have other future plans for material investments or capital assets.

CAPITAL COMMITMENTS

As at 30 June 2026, the Group did not have any significant capital commitments (31 December 2025: Nil).

CONTINGENT LIABILITIES

Save as disclosed elsewhere in this announcement, as at 30 June 2026, the Group did not have any significant contingent liabilities (31 December 2025: Nil).

EVENTS AFTER THE REPORTING PERIOD

Save as disclosed elsewhere in this announcement, there have been no other material events occurring after the reporting period and up to the date of this announcement.

CORPORATE GOVERNANCE AND OTHER INFORMATION

INTERIM DIVIDEND

The Board does not recommend the payment of an interim dividend to the Shareholders for the six months ended 30 June 2026.

PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

For the six months ended 30 June 2026, neither the Company nor any of its subsidiaries purchased, sold or redeemed any listed securities of the Company.

DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "**Model Code**") as set out in Appendix C3 to the Listing Rules as its own code of conduct for dealing in securities of the Company by the Directors. All the Directors have confirmed, following specific enquiry by the Company, their compliance with the required standard set out in the Model Code throughout the six months ended 30 June 2026.

CORPORATE GOVERNANCE PRACTICES

Save as disclosed below, for the six months ended 30 June 2026, the Company had complied with the code provisions, where applicable, as set out in Part 2 of the Corporate Governance Code (the "**CG Code**") contained in Appendix C1 to the Listing Rules.

In respect of code provision C.2.1 of the CG Code, the roles of chairman and chief executive officer should be separated and should not be performed by the same individual. However, having considered the nature and extent of the Group's operations, and Mr. Ng's in-depth knowledge and experience in the industry and familiarity with the operations of the Group, that all major decisions are made in consultation with members of the Board and relevant Board committees, and that there are three independent non-executive Directors on the Board offering independent perspectives, the Board is therefore of the view that there are adequate safeguards in place to ensure sufficient balance of powers and authorities between the Board and the management of the Group and that it is in the best interest of the Group to have Mr. Ng taking up both roles. As such, the roles of the chairman and chief executive officer of the Group are not being separated pursuant to the requirement under the code provision C.2.1 of the CG Code.

SHARE OPTIONS

Share Option Scheme

The Company's share option scheme (the "**Share Option Scheme**") was conditionally adopted on 16 June 2020 and shall be valid until 15 June 2030. The Share Option Scheme is established to recognise and acknowledge the contributions the eligible participants have had or may have made to the Group. The Share Option Scheme will provide the eligible participants an opportunity to have a personal stake in the Company with the view to achieving the following objectives: (i) motivating the eligible participants to optimise their performance and efficiency for the benefit of the Group; and (ii) attracting and retaining or otherwise maintaining on-going business relationships with the eligible participants whose contributions are or will be beneficial to the long-term growth of the Group.

For grantees who fail to meet the applicable vesting conditions, the unvested share options are forfeited, either in whole or in part. Forfeited share options are cancelled.

No options granted under the Share Option Scheme remained outstanding as at 30 June 2026.

Save as disclosed above, the Company did not grant any share options under the Share Option Scheme to any other persons during the period under review that is required to be disclosed under rule 17.07 of the Listing Rules.

CHANGES IN DIRECTOR'S INFORMATION

The changes in the Director's information since the disclosure made in the 2025 annual report of the Company are set out below:

1. Mr. Yip Kit Chau has been appointed as an independent non-executive director and a member of each of the audit committee, nomination committee and remuneration committee of Digital Domain Holdings Limited (stock code: 547) with effect from 4 July 2026.

Save as disclosed above, there is no other information required to be disclosed in respect of any Directors pursuant to rule 13.51B(1) of the Listing Rules.

REVIEW OF INTERIM RESULTS

The audit committee of the Company (the "**Audit Committee**") comprises three independent non-executive Directors with written terms of reference in accordance with the requirements of the Listing Rules, and reports to the Board. The interim condensed consolidated financial information has not been audited or reviewed by the Company's auditors, but has been reviewed by the Audit Committee. The Audit Committee has reviewed with the management of the Company on the accounting principles and practices adopted by the Group, the interim report and the interim results announcement of the Group for the six months ended 30 June 2026, and has no disagreement with such accounting treatments adopted by the Group.

PUBLICATION OF INTERIM RESULTS AND INTERIM REPORT

This interim results announcement is published on the website of the Stock Exchange at www.hkexnews.hk and on the website of the Company at www.superland-group.com. The interim report of the Company for the six months ended 30 June 2026 will be published on the above websites and despatched to the Shareholders (if requested) in due course.

BOARD COMPOSITION

As at the date of this announcement, the Board comprises two executive Directors, two non-executive Directors and three independent non-executive Directors. As disclosed in the Joint Announcement, the Offeror intends to nominate new Director(s) to the Board with effect from a date which is no earlier than that permitted under the Listing Rules and the Takeovers Code or such later time as the Offeror considers to be appropriate. As at the date of the Joint Announcement, the Offeror has not reached any final decision as to (i) the new Director(s) to be nominated; and (ii) the final composition of the Board. Any changes to the members of the Board will be made in compliance with the Takeovers Code, the Listing Rules and the articles of association of the Company, and further announcement(s) will be made in this regard in accordance with the Listing Rules as and when appropriate.

APPRECIATION

On behalf of the Board, I would like to take this opportunity to extend my sincere appreciation to our Shareholders, customers, suppliers, sub-contractors, bankers and professional parties for their continuous support, as well as our management team and staff for their hard work and contributions during the period.

By Order of the Board
Superland Group Holdings Limited
Mr. Ng Chi Chiu
Chairman, chief executive officer and executive Director

Hong Kong, 31 August 2026

As at the date of this announcement, the executive Directors are Mr. Ng Chi Chiu and Ms. Zhao Haiyan Chloe; the non-executive Directors are Mr. Louie Dicky and Ms. Ho Nga Ling; and the independent non-executive Directors are Mr. Yip Kit Chau, Mr. Law Hung Wai, CPA and Dr. Ho Ka Yan.

Please also refer to the published version of this announcement on the Company's website at www.superland-group.com.