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Microware Group Limited

美高域集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1985)

**COMPLETION OF PLACING OF NEW SHARES
UNDER GENERAL MANDATE**

Placing Agent



Reference is made to the announcements of Microware Group Limited (the “**Company**”) dated 6 July 2026, 23 July 2026 and 17 August 2026 (the “**Announcements**”) in relation to the placing of new Shares under the General Mandate. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as defined in the Announcements.

COMPLETION OF PLACING

The Board is pleased to announce that the condition of the Placing as set out in the Placing Agreement has been fulfilled and completion of the Placing took place on 4 September 2026. An aggregate of 6,374,000 Placing Shares have been successfully placed by the Placing Agent to not less than six independent Placees at the Placing Price of HK\$3.35 per Placing Share, representing (i) approximately 2.12% of the issued share capital of the Company immediately before completion of the Placing; and (ii) approximately 2.08% of the issued share capital of the Company as enlarged by the allotment and issue of the 6,374,000 Placing Shares.

To the best of the Directors' knowledge, information and belief after having made all reasonable enquiries, (i) each of the Placees and their respective ultimate beneficial owner(s) is a third party independent of the directors, chief executive or substantial shareholders of the Company or any of its subsidiaries or any of their respective associates; and (ii) none of the Placees nor their respective associates has become a substantial shareholder of the Company as a result of the Placing.

The aggregate gross proceeds from the Placing are approximately HK\$21.4 million and the aggregate net proceeds from the Placing (after the deduction of the commissions and expenses relating to the Placing) amount to approximately HK\$20.9 million (equivalent to the net Placing Price of approximately HK\$3.28 per Placing Share).

The Company intends to apply the net proceeds from the Placing as follows:

- (i) approximately 70% or HK\$14.6 million will be used for the enhancement of liquidity to support the procurement of hardware and software and the settlement of payments to suppliers; and
- (ii) approximately 30% or HK\$6.3 million will be used for the general working capital of the Group (including but not limited to the payment of administrative and operating expenses of the Group).

EFFECTS ON SHAREHOLDING STRUCTURE OF THE COMPANY

The table below illustrates the shareholding structure of the Company (i) immediately prior to completion of the Placing; and (ii) immediately upon completion of the Placing:

Shareholders	Immediately prior to completion of the Placing		Immediately upon completion of the Placing	
	No. of Shares	%	No. of Shares	%
Weiye Holdings Group Limited (<i>Note 1</i>)	168,881,400	56.29	168,881,400	55.12
Mr. Dai Bin (<i>Note 2</i>)	1,500,000	0.50	1,500,000	0.49
Mr. Xu Jianwen (<i>Note 2</i>)	1,500,000	0.50	1,500,000	0.49
Ms. Lan Jia (<i>Note 2</i>)	1,500,000	0.50	1,500,000	0.49
Placees	—	—	6,374,000	2.08
Public Shareholders	126,618,600	42.21	126,618,600	41.33
Total	<u>300,000,000</u>	<u>100.00</u>	<u>306,374,000</u>	<u>100.00</u>

Notes:

- Weiye Holdings Group Limited is a limited liability company incorporated in the British Virgin Islands and is beneficially and wholly-owned by Mr. Wang Guangbo, being the chairman of the Board and an executive Director. By virtue of the SFO, Mr. Wang Guangbo is deemed to be interested in the Shares held by Weiye Holdings Group Limited.
- As at the date of this announcement, Mr. Dai Bin, Mr. Xu Jianwen and Ms. Lan Jia are independent non-executive Directors.

By order of the Board
Microwave Group Limited
Wang Guangbo
Chairman and executive Director

Hong Kong, 4 September 2026

As at the date of this announcement, the executive Director is Mr. Wang Guangbo; the non-executive Director is Mr. Wang Zhi; and the independent non-executive Directors are Mr. Dai Bin, Mr. Xu Jianwen and Ms. Lan Jia.