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Overseas Chinese Town (Asia) Holdings Limited

華僑城(亞洲)控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 03366)

INSIDE INFORMATION — POTENTIAL MAJOR TRANSACTION INVOLVING DISPOSAL OF OCT (CHANGSHU) INVESTMENT THROUGH PUBLIC TENDER

This announcement is made by the Company pursuant to Rule 13.09 of the Listing Rules and the Inside Information Provisions (as defined under the Listing Rules) of Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The Group intends to dispose of 100% equity interests in OCT (Changshu) Investment through public tender to be conducted on the Designated EX. Pursuant to the laws and regulations of the PRC governing the disposal of state-controlled assets, the Potential Disposal, if materialised, will be required to undergo the process of public tender through a qualified equity exchange institution as the Seller is a state-controlled enterprise. Pre-Listing Disclosure will be published on the website of the Designated EX (<https://www.cbex.com>) pursuant to the relevant regulatory requirements.

If materialised, the Potential Disposal is currently expected to constitute a major transaction of the Company under Chapter 14 of the Listing Rules. If the Group decides to proceed with the Potential Disposal, an announcement will be made pursuant to Chapter 14 of the Listing Rules, and application will be submitted to the Designated EX to conduct the Public Tender. In such case, additional information on the transfer of assets (including information of OCT (Changshu) Investment, base price of the tender, principal terms of the transaction, and the qualifications of the bidders) will be released on the Designated EX. It is expected that the Public Tender will be subject to satisfaction of certain condition(s) precedent, including the Company having obtained the required approval of its shareholders. As of the date of this announcement, the Group is not under any legally-binding obligation to proceed with the Potential Disposal, and there is no assurance that any definitive transaction will materialise.

OCT (Changshu) Investment is an indirect wholly-owned subsidiary of the Company as of the date of this announcement. It is principally engaged in industrial park operation and leasing. Currently, it has a registered capital of RMB73 million, which has been fully paid-up. Below set out certain selected financial information of OCT (Changshu) Investment prepared in accordance with the PRC Generally Accepted Accounting Standards:

	For the six months ended 30 June 2026 (RMB million)	For the year ended 31 December 2025 (RMB million)	For the year ended 31 December 2024 (RMB million)
Revenue	3.24	11.30	7.59
Gross profit	0.83	4.45	1.68
Net profit	0.37	3.28	1.23

	As of 30 June 2026 (RMB million)	As of 31 December 2025 (RMB million)	As of 31 December 2024 (RMB million)
Total assets	80.81	80.60	83.32
Total liabilities	6.96	7.11	9.92

The Company is of the view that the Potential Disposal, if materialised, is in line with the Group's operating strategy to enhance its business structure and focus its resources in the Group's core business. Proceeds from the Proposed Disposal could also supplement the Group's working capital and strengthen the Group's financial flexibility.

The Company wishes to emphasise that the Potential Disposal is only at the Pre-Listing Disclosure stage. The Potential Disposal is independent of, and not inter-conditional with, the potential disposal of OCT (Changshu) Industry Development Co., Ltd (華僑城(常熟)實業發展有限公司) referred to in the Company's announcement dated 7 September 2026. The Company may or may not proceed with the Potential Disposal, and even if the Company decides to do so, the Potential Disposal may or may not proceed to completion for various reasons. Further announcement(s) will be made by the Company as and when appropriate or if required by the Listing Rules. **Shareholders and potential investors of the Company are advised to exercise caution in dealing in the securities of the Company.**

DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions shall have the following meanings:

“Company”	Overseas Chinese Town (Asia) Holdings Limited (華僑城(亞洲)控股有限公司), an exempted company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the main board of The Stock Exchange of Hong Kong Limited
“Designated EX”	China Beijing Equity Exchange
“Group”	the Company and its subsidiaries as at the date of this announcement
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“OCT (Changshu) Investment”	OCT (Changshu) Investment and Development Co., Ltd (華僑城(常熟)投資發展有限公司), a company incorporated in the PRC with limited liability
“Potential Disposal”	potential disposal of 100% equity interests in OCT (Changshu) Investment
“Pre-Listing Disclosure”	preliminary disclosure of the information relating to the Potential Disposal on the website of the Designated EX
“Public Tender”	the public tender for the Potential Disposal through the Designated EX
“RMB”	Renminbi, the lawful currency of the People’s Republic of China

“Seller”

Shenzhen Huajing Investment Limited 深圳市華京投資有限公司, a company incorporated in the People's Republic of China with limited liability, and an indirect wholly-owned subsidiary of the Company

“US\$”

United States dollars

By the order of the board of directors
Overseas Chinese Town (Asia) Holdings Limited
Liu Yu
Chairman

Hong Kong, 7 September 2026

As at the date of this announcement, the board of directors of the Company comprises seven directors, including three executive directors namely Ms. Liu Yu, Mr. Wang Jianwen and Ms. Qi Jianrong, one non-executive director namely Mr. Yang Guobin and three independent non-executive directors namely Ms. Wong Wai Ling, Mr. Lam Sing Kwong Simon and Mr. Chu Wing Yiu.

Certain figures set out in this announcement have been subject to rounding adjustment. Certain Chinese names of institutions, natural persons or other entities or words have been translated into English and included in this announcement as unofficial translations for reference only. In the event of any inconsistency, the Chinese names shall prevail.

This announcement contains certain forward-looking statements that reflect the Company's beliefs, plans or expectations about the future. These statements are subject to inherent risks and uncertainties. The actual outcomes may differ. Nothing contained in these statements is, or shall be relied upon as any assurance, representation or warranty otherwise. Neither the Company nor its directors, employees, agents, affiliates, advisers or representatives assume responsibility to update, supplement, correct these statements or adapt them to future events.