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CELESTIAL ASIA SECURITIES HOLDINGS LIMITED
時富投資集團有限公司*
(Incorporated in Bermuda with limited liability)
(Stock code: 1049)

DISCLOSEABLE TRANSACTION

IN RELATION TO

OFFER TO LEASE

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On 9 September 2026, the Board announces that, the Agent as agent of the Landlord (each being an Independent Third Party) confirmed and accepted the Offer To Lease issued by the Tenant, a subsidiary of the Company in relation to the lease of the Premises for operation of store of retail management business of the Group.

IMPLICATIONS UNDER THE LISTING RULES

Pursuant to HKFRS 16 “Leases”, the Company recognises the value of the right-of-use assets on its consolidated financial statements of financial position in connection with the lease of the Premises under the Offer To Lease. Accordingly, the lease transaction contemplated under the Offer To Lease is regarded as an acquisition of asset by the Tenant under Rule 14.04(1)(a) of the Listing Rules.

As the highest of the applicable percentage ratios (as defined under Rule 14.04(9) of the Listing Rules) calculated based on the unaudited value of the right-of-use of the Premises under the Offer To Lease exceeds 5% but is less than 25%, the entering into of the Offer To Lease constitutes a discloseable transaction for the Company and is subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

INTRODUCTION

On 9 September 2026, the Board announces that, the Agent as agent of the Landlord (each being an Independent Third Party) confirmed and accepted the Offer To Lease issued by the Tenant, a subsidiary of the Company in relation to the lease of the Premises for operation of store of retail management business of the Group.

OFFER TO LEASE

Date of acceptance:	9 September 2026
The Parties:	(i) Henderson Sunlight Property Management Limited as the Agent (as agent of the Landlord). (ii) Pricerite Property (NT) Limited (a subsidiary of the Company), with principal activity of leasing and property investment, as the Tenant.
The Premises:	Shop Nos. G8 and G9 on Ground Floor, Metro City Phase I, 1 Wan Hang Road, Tsung Kwan O.
Term:	Three (3) years fixed from 9 November 2026 to 8 November 2029, both days inclusive.
The aggregate value of consideration payable:	Approximately HK\$5.3 million in aggregate for the term of 3 years, including basic rent, stamp duty and estimated reinstatement cost (if any) by the Tenant, and additional 5% of the monthly gross turnover less the monthly basic rent without any deduction of the Tenant's business carrying on at the Premises, which will be satisfied by internal resources of the Group. The rent under the Offer To Lease is determined after arm's length negotiations between the Parties, after taking into consideration the prevailing market rental for similar comparable premises in the nearby areas.
Deposit:	Approximately HK\$0.5 million.

The unaudited value of the right-of-use asset to be recognised by the Group under the Offer to Lease amounted to approximately HK\$5.0 million, which represents the present value of aggregated lease payments for the term of three years and the deposit, plus initial direct costs and estimated reinstatement cost (if any) and discounted using the incremental borrowing rate in accordance with HKFRS 16. Incremental borrowing rate of the lease liability is determined with reference to the prevailing interest rate of the Group's external borrowings.

INFORMATION OF THE GROUP

The principal activity of the Company is investment holding. The principal activities of the Group are (a) the retail management business including sales of furniture and household items, electrical appliances and pets accessories through the chain stores under multi-brand names including "Pricerite Home", "TMF", "Pricerite Creations" and "Pricerite Pet" in Hong Kong; (b) the provision of investment management services to fund investors (the "Investment Management Business"); and (c) the other financial services businesses (other than the Investment Management Business) provided through CASH Financial Services Group Limited (a 65.38%-owned listed subsidiary of the Company). For additional information, please visit www.cash.com.hk.

INFORMATION OF THE COUNTERPARTIES

Based on the information provided by the Agent and to the best of the knowledge, information and belief of the Directors having made all reasonable enquiries:

- (i) The ultimate beneficial owner of the Landlord is Sunlight Real Estate Investment Trust ("Sunlight REIT") (listed on The Stock Exchange of Hong Kong Limited) (stock code: 435). The principal or ancillary activity carried on by the Landlord is property investment.

- (ii) The ultimate beneficial owner of the Agent is Henderson Land Development Company Limited (a company incorporated in Hong Kong with limited liability whose shares are listed on The Stock Exchange of Hong Kong Limited) (stock code: 12). The principal or ancillary activities carried on by the Agent are provision of property management, lease management and marketing services solely and exclusively for the properties of Sunlight REIT located in Hong Kong.

To the best of the knowledge, information and belief of the Directors having made all reasonable enquiries, the Landlord, the Agent and their respective ultimate beneficial owners are Independent Third Parties.

REASONS FOR AND BENEFITS FOR THE OFFER TO LEASE

By entering into the Offer To Lease, the Group will be able to operate its retail business at the Premises which in turn contributes to the Group's revenue and maintains the Group's scale of operation.

The terms of the Offer To Lease were reached on arm's length basis with reference to the prevailing market rental of similar comparable premises in the nearby areas. Having considered the foregoing, the Board considers that the entering into the Offer To Lease is in the ordinary course of business of the Group and on normal commercial terms which are fair and reasonable, and that the Offer To Lease and the transactions contemplated thereunder are in the interests of the Company and the Shareholders as a whole.

IMPLICATIONS UNDER THE LISTING RULES

Pursuant to HKFRS 16 "Leases", the Company recognises the value of the right-of-use assets on its consolidated financial statements of financial position in connection with the lease of the Premises under the Offer To Lease. Accordingly, the lease transaction contemplated under the Offer To Lease is regarded as an acquisition of asset by the Tenant under Rule 14.04(1)(a) of the Listing Rules.

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DEFINITION

"Agent"	Henderson Sunlight Property Management Limited , being the agent of the Landlord
"Board"	board of Directors
"Company"	Celestial Asia Securities Holdings Limited (stock code: 1049), a company incorporated in Bermuda with limited liability and the shares are listed on the main board of the Stock Exchange
"connected person(s)"	has the meaning ascribed to it in the Listing Rules
"Director(s)"	director(s) of the Company
"Group"	the Company and its subsidiaries
"HKFRS"	Hong Kong Financial Reporting Standards issued by the Hong Kong Institute of Certified Public Accountants
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC

“Independent Third Party(ies)”	to the best of the directors’ knowledge, information and belief having made all reasonable enquiry, the Agent, the Landlord and their respective ultimate beneficial owners are third parties independent of the Company and its connected persons (as defined under the Listing Rules)
“Landlord”	Sunlight Crownwill Limited, a company incorporated in the British Virgin Islands with limited liability, being the landlord of the Premises
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Offer To Lease”	the offer to lease issued by the Tenant and confirmed and accepted by the Agent on 9 September 2026 in relation to the lease of the Premises
“Parties”	the Tenant and the Agent (as agent of the Landlord)
“PRC”	the People’s Republic of China
“Premises”	the premises as more particular set out under the sub-heading “The Premises” in the section headed “Offer To Lease” in this announcement
“Shareholder(s)”	holder(s) of shares of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Tenant”	Pricerite Property (NT) Limited, a company incorporated in Hong Kong with limited liability, is an 99.01%-owned subsidiary of the Company
“%”	per cent

By order of the Board
Morton Cheung
*Executive Director and
Chief Financial Officer*

Hong Kong, 9 September 2026

As at the date hereof, the directors of the Company are: -

Executive directors:

Dr Kwan Pak Hoo Bankee, *BBS, JP*
Mr Kwan Teng Hin Jeffrey
Mr Cheung Tsz Yui Morton
Ms Kwan Iec Teng Janet

Independent non-executive directors:

Mr Leung Ka Kui Johnny
Mr Wong Chuk Yan
Dr Chan Hak Sin

If there is any inconsistency in this announcement between the Chinese and English versions, the English version shall prevail.

** For identification purposes only*