HAO TIAN INTERNATIONAL CONSTRUCTION INVESTMENT GROUP LIMITED
昊天國際建設投資集團有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1341)

DISCLOSEABLE TRANSACTION IN RELATION TO DISPOSAL OF THE EQUITY INTEREST IN A COMPANY

THE DISPOSAL

The Board announces that on 17 September 2026, after trading hours, the Vendor (a wholly-owned subsidiary of the Company) entered into the Sale and Purchase Agreement with the Purchaser, pursuant to which the Vendor has agreed to sell, and the Purchaser has agreed to buy back, the Sale Shares, i.e. 1,865 shares in its issued share capital (representing approximately 8.05% of the issued share capital thereof) at a consideration of HK$42,000,000.

LISTING RULES IMPLICATIONS

As one or more of the applicable percentage ratios under Rule 14.07 of the Listing Rules in respect of the Disposal exceed 5% but are all less than 25%, the Disposal constitutes a discloseable transaction of the Company under Chapter 14 of the Listing Rules and is subject to the notification and announcement requirements under Rule 14.34 of the Listing Rules.

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THE SALE AND PURCHASE AGREEMENT

Date 17 September 2026 (after trading hours)

Parties

Vendor: Hao Tian Energy Holding Limited, a company incorporated in the British Virgin Islands with limited liability and a wholly-owned subsidiary of the Company

Purchaser: Tre 29 Investment (Holdings) Limited, a company incorporated in the British Virgin Islands with limited liability

To the best of the knowledge, information and belief of the Directors having made all reasonable enquiries, the Purchaser and its ultimate beneficial owner (other than the Company), Mr. Chung Wilson, are Independent Third Parties.

Assets to be Disposed of

Pursuant to the Sale and Purchase Agreement, the Vendor has agreed to sell, and the Purchaser has agreed to buy back, 1,865 shares in its issued share capital (representing approximately 8.05% of the issued share capital thereof), i.e. the Sale Shares at the consideration of HK$42,000,000.

Consideration and Payment

The consideration of the Sale Shares in sum of HK$42,000,000 will be settled by the Purchaser to the Vendor in cash in the following manner:

(i) the 1st instalment in the sum of HK$14,000,000 will be paid on or before 25 September 2026 (the "**1st Instalment**");

(ii) the 2nd instalment in the sum of HK$14,000,000 will be paid on or before 30 November 2026; and

(iii) the 3rd instalment of the balance in sum of HK$14,000,000 will be paid on the Completion Date.

Should the Purchaser fail to complete the purchase in accordance with the terms of the Sale and Purchase Agreement, the Vendor shall be entitled to terminate the Sale and Purchase Agreement whereupon the 1st Instalment shall be forfeited to the Vendor absolutely as liquidated damages, and the Vendor shall not take any action to claim against the Purchaser for any further liabilities and/or damages nor for specific performance of the Sale and Purchase Agreement.

The consideration was determined after arm's length negotiation between the Company and the Purchaser with reference to the unaudited net asset value ("**NAV**") per share of the Purchaser as at 30 June 2026, the financial performance of the Purchaser and the initial subscription price paid by the Vendor to the Purchaser in respect of the initial subscription of the Sale Shares in May 2025.

Completion of the Disposal

Completion of the Disposal will take place on the Completion Date. Immediately after completion of the Disposal, the Company's shareholding in the Purchaser will be reduced from approximately 13.48% to approximately 5.44%. Further information of the Purchaser is set out under the section headed "Information on the Purchaser" in this announcement.

INFORMATION ON THE GROUP

The principal activities of the Group include: (i) rental and sales of construction machinery and spare parts; (ii) provision of repair and maintenance and transportation services; (iii) money lending services; (iv) provision of asset management, securities brokerage and other financial services; and (v) property development.

INFORMATION ON THE PURCHASER

The Purchaser is an investment holding company incorporated in the British Virgin Islands. It is principally engaged in the business of investment holding and holds a diversified investment portfolio of both listed and unlisted securities.

The unaudited NAV of the Purchaser was approximately HK$614 million as at 30 June 2026. The unaudited NAV per share of the Purchaser as at 30 June 2026 was approximately HK$26,513.

The following is the unaudited financial information of the Purchaser for each of the years ended 31 December 2024 and 31 December 2025 respectively:

	Financial Year ended 31 December	
	2025	2024
	HK$'000	*HK$'000*
	(unaudited)	(unaudited)
Revenue	13,634	575
Net Profit/(loss) before taxation	7,086	(4,447)
Net Profit/(loss) after taxation	7,086	(4,447)

REASONS FOR AND BENEFITS OF THE DISPOSAL

The Company has previously subscribed for 3,125 shares in the Purchaser (representing approximately 13.48% of the shareholding thereof) in May 2025 at the total consideration of HK$50,000,000 (or HK$16,000 per share). The Company's initial plan was to hold the investment on a mid to long term basis for around 2 to 5 years with a view to gaining capital growth and/or dividend returns.

After holding the investment for over a year, this investment outperformed the Company's expectation and there has been considerable growth in the unaudited NAV of the Purchaser for its unrealized gain in its financial investment. As at 30 June 2026, the unaudited NAV per share of the Purchaser was approximately HK$26,513, representing approximately 63.3% increase to the unaudited NAV per share of HK$16,238 as at 31 March 2025. The Company therefore intended to realise the gain from part of the investment earlier than initially planned. After arm's length negotiation between the Vendor and the Purchaser, the Purchaser agreed to buy back the Sale Shares at the price of HK$22,520 per share, which represents a premium of approximately 40.8% to the Company's acquisition cost (i.e. HK$16,000 per share) and a slight discount of approximately 15% to its unaudited NAV per share as at 30 June 2026.

Given the approximate 16-month investment span (from May 2025 to September 2026), the premium represents an annualized return rate of approximately 30.6%, which is a very attractive return to the Company and its Shareholders. The Board, therefore, considers it a good opportunity and timing to realise part of its investment in the Purchaser and replenish the cash reserve of the Group for other business needs and opportunities.

The terms of the Sale and Purchase Agreement were determined after arm's length negotiations and based on normal commercial terms. The Directors consider that the terms and conditions of the Sale and Purchase Agreement and the transactions contemplated thereunder are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

FINANCIAL EFFECT ON THE DISPOSAL

The Group is expected to recognise a profit of approximately HK$12.1 million (subject to audit) upon the Completion, which represents the difference of the investment cost of the Company on the Sale Shares and the Consideration.

USE OF PROCEEDS

The net proceeds of the Disposal (after deducting the transaction costs and expenses) is approximately HK$42 million, which will be applied for the general working capital for the margin financing business of the Group.

LISTING RULES IMPLICATIONS

As one or more of the applicable percentage ratios under Rule 14.07 of the Listing Rules in respect of the Disposal exceed 5% but are all less than 25%, the Disposal constitutes a discloseable transaction of the Company under Chapter 14 of the Listing Rules and is subject to the notification and announcement requirements under Rule 14.34 of the Listing Rules.

CONTINUED SUSPENSION OF TRADING

Trading in the shares of the Company on the Stock Exchange has been suspended with effect from 9:00 a.m. on Thursday, 2 July 2026 pending the publication of the annual results announcement of the Company for the year ended 31 March 2026 by the Company and will remain suspended until further notice.

DEFINITIONS

Unless the context otherwise requires, the following terms shall have the following meanings in this announcement:

"Board"	the board of Directors
"business day"	a day (other than Saturday) on which the banks in Hong Kong are required or authorized by law or executive order to be closed or on which a tropical cyclone warning no.8 or above or a "black" rainstorm warning signal is in force in Hong Kong at any time between 9:00 a.m. and 5:00 p.m. Hong Kong time
"Company"	Hao Tian International Construction Investment Group Limited, a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on Main Board of the Stock Exchange (stock code: 1341)
"Completion Date"	means 31 January 2027 or such other date as the parties may mutually agree
"connected person(s)"	has the meaning ascribed thereto under the Listing Rules
"Consideration"	the consideration for the Sale and Purchase Agreement, being HK$42,000,000
"Directors"	the directors of the Company
"Disposal"	the disposal of the Sale Shares by the Vendor pursuant to the terms and conditions of the Sale and Purchase Agreement

"Group"	the Company and its subsidiaries
"Hong Kong"	the Hong Kong Special Administrative Region of the People's Republic of China
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong
"Independent Third Party (Parties)"	third party (parties) independent of and not connected with the Company or any of its connected persons
"Listing Rules"	the Rules Governing the Listing of Securities on the main board of the Stock Exchange
"Parties"	the parties of the Sale and Purchase Agreement and "Party" means any of them
"Purchaser"	Tre 29 Investment (Holdings) Limited, a company incorporated in the British Virgin Islands with limited liability
"Sale and Purchase Agreement"	the sale and purchase agreement entered into between the Vendor and the Purchaser on 17 September 2026 in respect of the Disposal
"Sale Shares"	means 1,865 ordinary shares of no par value of the Purchaser, representing approximately 8.05% of the issued shares of the Purchaser as at the date of this announcement
"Share(s)"	ordinary shares with par value of HK$0.01 each of the Company
"Shareholders"	holders of the Share(s)
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"subsidiary (subsidiaries)"	has the meaning ascribed thereto under the Listing Rules
"Vendor"	Hao Tian Energy Holding Limited, a company incorporated in the British Virgin Islands with limited liability and a wholly-owned subsidiary of the Company

"%"	per cent.

By the order of the Board
Hao Tian International Construction Investment Group Limited
Fok Chi Tak
Executive Director

Hong Kong, 17 September 2026

As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Fok Chi Tak, Mr. Tang Yiu Chi James and Dr. Zhiliang Ou (J.P. (Australia)); two non-executive Directors, namely Mr. Xu Lin and Ms. Jiang Yang; and three independent non-executive Directors, namely Mr. Mak Yiu Tong, Mr. Shek Lai Him Abraham and Mr. Chan Ming Sun Jonathan.