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ETERNITY INVESTMENT LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 764)

DISCLOSEABLE TRANSACTION
DISPOSAL OF LISTED SECURITIES

The Board wishes to announce that on 18 September 2026 (after trading hours of the Exchange), the Vendors entered into the Sale and Purchase Agreement with the Purchaser as purchaser and Shenlongyi (the holding company of the Purchaser), pursuant to which Eternity Finance and Mr. Lei have agreed to sell, and the Purchaser has agreed to purchase, 169,042,824 and 18,663,636 China Healthwise Shares respectively, representing approximately 18.3% and 2.0% of the total issued China Healthwise Shares as at the date of this announcement, at the price of HK$0.08 per Disposal Share. The Consideration to be received by the Company shall be approximately HK$13.5 million.

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

THE DISPOSAL

The Board wishes to announce that on 18 September 2026 (after trading hours of the Exchange), the Vendors entered into the Sale and Purchase Agreement with the Purchaser as purchaser and Shenlongyi (the holding company of the Purchaser), pursuant to which Eternity Finance and Mr. Lei have agreed to sell, and the Purchaser has agreed to purchase, 169,042,824 and 18,663,636 China Healthwise Shares respectively, representing approximately 18.3% and 2.0% of the total issued China Healthwise Shares as at the date of this announcement, at the price of HK$0.08 per Disposal Share. The Consideration to be received by the Company shall be approximately HK$13.5 million.

THE SALE AND PURCHASE AGREEMENT

The principal terms of the Sale and Purchase Agreement are as follows:

Date

18 September 2026 (after trading hours of the Exchange)

Parties

(1) Eternity Finance, as one of the Vendors

(2) Mr. Lei, as one of the Vendors

(3) the Purchaser, as the purchaser

(4) Shenlongyi, the holding company of the Purchaser

The Purchaser, wholly owned by Shenlongyi, is incorporated in Hong Kong with limited liability and principally engaged in investment holding. Shenlongyi is incorporated in the PRC and engaged in retail and trading business. Mr. Jin Peng, who is a merchant, is the sole director of both the Purchaser and Shenlongyi, and wholly owns Shenlongyi.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, each of the Purchaser, Shenlongyi and Mr. Jin Peng is an Independent Third Party.

Subject Matter

The Vendors agree to sell, and the Purchaser agree to purchase, 169,042,824 and 18,663,636 China Healthwise Shares respectively, representing approximately 18.3% and 2.0% of the total issued China Healthwise Shares as at the date of this announcement.

Consideration

The Consideration to be received by the Company is approximately HK$13.5 million. The consideration of HK$0.080 per Disposal Share represents a premium of approximately 9.6% over the closing price of HK$0.073 per China Healthwise Share as quoted on the Exchange on the Last Trading Day.

The Consideration was determined with reference to, among others, (i) the prevailing market price and trading volume of the China Healthwise Shares; (ii) the potential returns of the Disposal; (iii) business operation and financial performance of China Healthwise; and (iv) the prevailing market conditions.

Conditions precedent

Completion is subject to the satisfaction of the following conditions precedent:

(a) the current listing status of China Healthwise not having been revoked, and the China Healthwise Shares having been continuously traded on the Exchange from the date of the Sale and Purchase Agreement until the Completion Date (inclusive) (excluding any suspension of trading on the Exchange for no more than seven consecutive trading days or any other period as agreed by the Purchaser, or any suspension of trading relating to the transactions contemplated under the Sale and Purchase Agreement), and the Exchange or the SFC not having raised any objection in writing to the continued listing of the China Healthwise Shares;

(b) the Vendors, the Purchaser or China Healthwise not having received any written or oral instructions or certification from the Exchange or the SFC indicating that the transactions contemplated under the Sale and Purchase Agreement will result in (i) a material breach of any rules, regulations or requirements issued by the Exchange and/or the SFC; and (ii) China Healthwise may or will be regarded as a new listing applicant under the Listing Rules;

(c) the Purchaser or its parent company having completed the approval for the overseas direct investment ("**ODI**") under the Sale and Purchase Agreement, and the approval for the ODI under the Sale and Purchase Agreement remains in full force and effect and not having been withdrawn. The approval for the ODI under the Sale and Purchase Agreement include (1)《項目備案通知書》(Project Filing Notice*) or a document with equivalent legal effect issued by the National Development and Reform Commission of the PRC or its local branches in accordance with《企業境外投資管理辦法》(the Measures for the Administration of Overseas Investment by Enterprises*, the "**Measures**"); (2)《企業境外投資證書》(Enterprise Overseas Investment Certificate*) or a document with equivalent legal effect issued by the Ministry of Commerce of the PRC or its local branches in accordance with the Measures; and (3) the foreign exchange registration procedures completed by the State Administration of Foreign Exchange of the PRC or its local branches or designated qualified PRC banks in accordance with applicable foreign exchange regulations;

(d) the Purchaser having obtained or completed all necessary approvals, registrations, filings and declarations relating to the transactions contemplated under the Sale and Purchase Agreement (including, but not limited to, the sale of the Disposal Shares) under applicable law (including approval for the ODI under the Sale and Purchase Agreement);

(e) the Vendors and the Purchaser having obtained all necessary approvals under applicable law and their respective constitutional documents (if applicable) for the Sale and Purchase Agreement and the transactions contemplated thereunder (including the sale of the Disposal Shares), including but not limited to approvals from their respective shareholders and boards of directors (if applicable);

(f) no notice, order, judgment, action, or legal proceedings having been issued, promulgated or taken by any government or regulatory body that restricts, prohibits or makes illegal the sale of the Disposal Shares, or may restrict, prohibit, or make illegal the sale of the Disposal Shares, or materially adversely affect the Purchaser's legal and beneficial ownership (free from any encumbrances) of the Disposal Shares;

(g) the Purchaser having completed due diligence on China Healthwise Group in terms of its finances, legal matters, intellectual property, taxation, business operations, company licenses, and government regulations, and the results of such due diligence being satisfactory to the Purchaser, or any issues identified during the due diligence having been resolved to the Purchaser's satisfaction;

(h) from the date of the Sale and Purchase Agreement to the Completion Date, the warranties provided by the Vendors having remained true, complete, accurate, and free from misleading information in all respects; the Vendor not having breached its respective obligations or warranties under the Sale and Purchase Agreement; and the Vendors having performed and complied with all agreements, obligations, and conditions as required under the Sale and Purchase Agreement on or before the Completion Date, or having performed all its respective obligations and undertakings under the Sale and Purchase Agreement; and

(i) no material adverse change having been occurred in China Healthwise Group at any time prior to Completion.

Save for conditions precedent in (g), (h), and (i) above which may be waived by the Purchaser at its sole discretion, none of the above conditions precedent can be waived by either party to the Sale and Purchase Agreement.

Completion and payment

Completion shall take place within three (3) business days upon fulfillment of all conditions precedent set out in the Sale and Purchase Agreement or before 17 December 2026 (whichever is earlier), or on such other date as may be agreed by the Vendors and the Purchaser.

On the Completion Date, the Vendors and the Purchaser shall complete the Disposal by instructing their respective designated broker(s) to conduct settlement i.e. the transfer of the Disposal Shares and the Consideration through the Exchange system or other mutually agreed methods, provided that they comply with the guidelines and rules of the Exchange or other regulatory authorities.

INFORMATION OF CHINA HEALTHWISE

China Healthwise, an investment holding company, is a company incorporated in the Cayman Islands with limited liability and the shares of which are listed on the Exchange. Together with its subsidiaries, China Healthwise is principally engaged in sales of Chinese health products, money lending business and investment in financial instruments.

Set out below is the financial information of China Healthwise as extracted from its published audited financial statements for the years ended 31 December 2024 and 2025:

	For the years ended 31 December	
	2025	**2024**
	HK$'000	*HK$'000*
	(audited)	(audited)
Revenue	99,564	113,575
Loss before tax	3,292	40,028
Loss after tax	2,606	40,281

The unaudited net liabilities of China Healthwise as at 30 June 2026 was approximately HK$50.1 million.

FINANCIAL EFFECT OF THE DISPOSAL

As at the date of this announcement, the Company holds 169,042,824 China Healthwise Shares, representing approximately 18.3% of the total issued shares of China Healthwise as at the date of this announcement. The Company will cease to hold any China Healthwise Shares upon Completion.

Upon Completion, the Group expects to recognise an unaudited gain from the Disposal (before transaction costs) of approximately HK$13.5 million, which is calculated as the difference between (i) the carrying value of the 169,042,824 Disposal Shares of nil and (ii) the Consideration of the 169,042,824 Disposal Shares of approximately HK$13.5 million. The actual gain or loss from the Disposal to be recorded by the Group shall be subject to the review and audit by the auditor of the Company and may be different from the estimated amount.

REASONS FOR AND BENEFITS OF THE DISPOSAL AND USE OF PROCEEDS

The Company is an investment holding company and its subsidiaries are principally engaged in sale of financial assets, property investment, money lending, design and sale of jewelry products and operation of a golf course in the PRC. Eternity Finance, a wholly-owned subsidiary of the Company, is incorporated in the British Virgin Islands with limited liability and engaged in the sale of financial assets business.

As stated in the paragraphs headed "Information of China Healthwise" above, China Healthwise has been loss making for the recent two financial years. The Board considers that the Disposal represents an opportunity for the Group to realise the investment in China Healthwise in a timely manner, thereby securing investment gains, mitigating the risk of fluctuations in its holdings and enhancing asset liquidity. The Board believes that the Disposal can strengthen the cash position of the Group thereby improving the overall efficiency of capital utilisation and the overall returns to the Shareholders.

The Company intends to use the proceeds of the Disposal as to approximately HK$8.5 million for repayment of margin loan and as to the remaining of approximately HK$5.0 million for general working capital of the Group.

The Directors, including all the independent non-executive Directors, are of the view that the terms of the Disposal and the Sale and Purchase Agreement are on normal commercial terms, fair and reasonable and in the interests of the Company and the Shareholders as a whole.

At the Board meeting convened to consider the Disposal and the Sale and Purchase Agreement, Mr. Lei, being one of the Vendors, was regarded as having material interests in the Disposal and the Sale and Purchase Agreement and accordingly abstained from voting on the relevant resolution(s).

LISTING RULES IMPLICATIONS

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

DEFINITIONS

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

"Board"	the board of Directors
"business day(s)"	the day(s) when the Exchange opens for securities trading
"China Healthwise"	China Healthwise Holdings Limited, a company incorporated in the Cayman Islands with limited liability and the issued China Healthwise Shares are listed on the Main Board of the Exchange under stock code: 348
"China Healthwise Group"	China Healthwise and its subsidiaries
"China Healthwise Shares"	share(s) in the ordinary share capital of China Healthwise which are listed on the Exchange
"Company"	Eternity Investment Limited, an exempted company incorporated in Bermuda with limited liability and the issued Shares are listed on the Main Board of the Exchange under stock code: 764
"Completion"	completion of the Disposal under the Sale and Purchase Agreement
"Completion Date"	within three (3) business days after fulfillment of the conditions precedent to the Sale and Purchase Agreement or before 17 December 2026 (whichever is earlier), or on such other date as may be agreed by the Vendors and the Purchaser
"connected person"	has the meaning ascribed thereto under the Listing Rules
"Consideration"	the consideration for the Disposal pursuant to the Sale and Purchase Agreement
"Director(s)"	the director(s) of the Company
"Disposal"	the disposal of the Disposal Shares from the Vendors to the Purchaser pursuant to the Sale and Purchase Agreement

"Disposal Share(s)"	an aggregate of 187,706,460 China Healthwise Shares, of which 169,042,824 and 18,663,636 China Healthwise Shares shall be sold by Eternity Finance and Mr. Lei respectively, subject to the Disposal pursuant to the Sale and Purchase Agreement
"Eternity Finance"	Eternity Finance Group Limited, a company incorporated in the British Virgin Islands, a wholly owned subsidiary of the Company
"Exchange"	The Stock Exchange of Hong Kong Limited
"Group"	the Company and its subsidiaries
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Independent Third Party(ies)"	person(s) or entity(ies) independent of the Company and its connected persons
"Last Trading Day"	the last trading day of the China Healthwise Shares on the Exchange immediately before the date of the Sale and Purchase Agreement
"Listing Rules"	the Rules Governing the Listing of Securities on the Exchange
"Mr. Lei"	Mr. Lei Hong Wai, an executive director of both the Company and China Healthwise
"PRC"	the People's Republic of China, which for the purpose of this announcement, excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
"Purchaser"	Hwa Sheng International Investment Limited, a company incorporated in Hong Kong with limited liability
"Sale and Purchase Agreement"	the sale and purchase agreement dated 18 September 2026 entered into by the Vendors, the Purchaser and Shenlongyi in respect of the Disposal
"SFC"	the Securities and Futures Commission of Hong Kong

"Share(s)"	ordinary share(s) with par value of HK$0.1 each in the share capital of the Company
"Shareholder(s)"	holder(s) of the Shares
"Shenlongyi"	盛隆意(北京)貿易有限公司 (Shenlongyi (Beijing) Trading Company Limited*), a company incorporated in the PRC, the holding company of the Purchaser
"Vendors"	collectively, Eternity Finance and Mr. Lei
"%"	per cent.

By Order of the Board
Eternity Investment Limited
Lei Hong Wai
Chairman

Hong Kong, 18 September 2026

As at the date of this announcement, the Board comprises three executive Directors, namely, Mr. Lei Hong Wai, Mr. Cheung Kwok Wai Elton and Mr. Cheung Kwok Fan; and three independent nonexecutive Directors, namely, Mr. Wan Shing Chi, Mr. Ng Heung Yan and Mr. Law Kwok Ho Kenward.

** For identification purposes only*