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CHINA WANTIAN HOLDINGS LIMITED
中 國 萬 天 控 股 有 限 公 司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1854)

DISCLOSEABLE TRANSACTION IN RELATION TO ACQUISITION OF LAND USE RIGHT

The Board is pleased to announce that Wantian Technology, an indirect wholly-owned subsidiary of the Company, succeeded in bidding for the Land Use Rights in respect of the Land located in Dongqu Sub-district, Zhongshan City, Guangdong Province, the PRC, which was offered for sale by the Bureau by way of public bidding, at a consideration of RMB23,255,349. On 20 September 2026, Wantian Technology (as transferee) entered into the Land Grant Contract with the Bureau (as transferor) for the Land Acquisition.

As the highest applicable percentage ratio calculated in accordance with Rule 14.07 of the Listing Rules in respect of the Land Acquisition is more than 5% but less than 25%, the Land Acquisition constitutes a discloseable transaction of the Company under Chapter 14 of the Listing Rules, and is subject to the requirements of notification and announcement under Chapter 14 of the Listing Rules, but is exempt from the circular and shareholders' approval requirements.

LAND ACQUISITION

The Board is pleased to announce that Wantian Technology, an indirect wholly-owned subsidiary of the Company, succeeded in bidding for the Land Use Rights in respect of the Land located in Dongqu Sub-district, Zhongshan City, Guangdong Province, the PRC, which was offered for sale by the Bureau by way of public bidding, at a consideration of RMB23,255,349 through the public bidding process.

On 20 September 2026, Wantian Technology (as transferee) entered into the Land Grant Contract with the Bureau (as transferor) for the Land Acquisition. Pursuant to the Land Grant Contract, the Land Use Rights are granted for a term of 40 years commencing from the actual date of delivery of the Land.

CONSIDERATION AND PAYMENT

The consideration for the Land Acquisition is RMB23,255,349, as determined by the successful bid result under the public tender process conducted in accordance with the relevant PRC laws and regulations. The consideration represents the bid price submitted by Wantian Technology through the bidding process, and is determined after taking into account, among other things, the official base price of the bid, the location of the Land, the use and potential development prospects of the Land, the prevailing market conditions and recent land transaction prices of comparable land parcels in the surrounding area.

Pursuant to the Land Grant Contract, the consideration shall be payable in full within 30 days from the date of execution of the Land Grant Contract. The consideration will be financed by the Group's internal resources.

THE LAND

The Land is located on the northern side of Chanan Road, Dongqu Sub-district, Zhongshan City, Guangdong Province, the PRC. The Land has a site area of approximately 4,257.27 sq.m. and is designated for commercial use with a grant term of 40 years.

REASONS FOR AND BENEFITS ARISING FROM THE LAND ACQUISITION

The Land Acquisition is in line with the Group's strategy of expanding its technology-related business and digital infrastructure footprint in the Guangdong-Hong Kong-Macao Greater Bay Area. The Land is located in Dongqu Sub-district, Zhongshan City, an area with established transportation links and commercial supporting facilities. The Company intends to develop the Land into a technology-oriented commercial project which may include artificial intelligence, digital technology and innovation-related business applications, subject to market conditions and future development plans. The Board believes that the Land Acquisition will provide the Group with strategic development opportunities in emerging technology sectors, enhance the Group's asset portfolio and strengthen its long-term growth potential in the Greater Bay Area.

In light of the above, the Directors are of the view that the terms and conditions of the Land Acquisition (including the consideration payable for the Land Acquisition), the Land Grant Contract is entered into on normal commercial terms, fair and reasonable, and are in the interests of the Company and its shareholders as a whole.

INFORMATION ABOUT THE PARTIES TO THE LAND ACQUISITION

The Group is principally engaged in (i) food supply; (ii) catering services; and (iii) environmental protection and technology.

Wantian Technology is a limited liability company established in the PRC and an indirect wholly-owned subsidiary of the Company. Its principal business activities are the provision of technology intermediary services; technology development, consulting, exchange, transfer and promotion services; proprietary investment activities; management, financing, information and marketing consultancy services; data processing services; and conference and exhibition services.

The Bureau is a PRC governmental authority responsible for land and natural resources administration in Zhongshan City.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, the Bureau and their ultimate beneficial owners are third parties independent of the Company and its connected persons (as defined under the Listing Rules).

LISTING RULES IMPLICATIONS

As the highest applicable percentage ratio calculated in accordance with Rule 14.07 of the Listing Rules in respect of the Land Acquisition exceeds 5% but is less than 25%, the Land Acquisition constitutes a discloseable transaction of the Company under Chapter 14 of the Listing Rules and is subject to the notification and announcement requirements, but exempt from the circular and shareholders' approval requirements under Chapter 14 of the Listing Rules.

DEFINITIONS

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

"Board"	the board of Directors of the Company
"Bureau"	Zhongshan Municipal Natural Resources Bureau
"Company"	China Wantian Holdings Limited, a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the Main Board of the Stock Exchange (stock code: 1854)
"connected person(s)"	has the meaning ascribed thereto under the Listing Rules
"Director(s)"	the director(s) of the Company

"Group"	the Company and its subsidiaries
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Land"	the parcel of commercial land located on the northern side of Chanan Road, Dongqu Sub-district, Zhongshan City, Guangdong Province, the PRC, with a site area of approximately 4,257.27 sq.m.
"Land Acquisition"	the acquisition of the Land Use Rights in respect of the Land by Wantian Technology
"Land Grant Contract"	the State-owned Construction Land Use Right Grant Contract* (國有建設用地使用權出讓合同) dated 20 September 2026 entered into between Wantian Technology and the Bureau in relation to the Land
"Land Use Rights"	the state-owned construction land use rights in respect of the Land
"Listing Rules"	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
"PRC"	the People's Republic of China and, for the purpose of this announcement only, excluding Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
"Project"	the commercial development project to be developed on the Land
"RMB"	Renminbi, the lawful currency of the PRC
"Stock Exchange"	The Stock Exchange of Hong Kong Limited

"Wantian Technology"	Guangdong Wantian Technology Industry Co., Ltd.* (廣東萬天科技產業有限公司), a company established in the PRC with limited liability and an indirect wholly-owned subsidiary of the Company
"sq.m."	square metre(s)

By order of the Board
China Wantian Holdings Limited
Hooy Kok Wai
Chairman and Executive Director

Hong Kong, 20 September 2026

As at the date of this announcement, the Board comprises Dr. Hooy Kok Wai and Mr. Zhong Xueyong as executive Directors; and Ms. Chan Sze Man, Mr. Lam Chi Wing and Mr. Hui Chun Kin Norman as independent non-executive Directors.

*　*For identification purposes only*