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SUCCESS

SUCCESS UNIVERSE GROUP LIMITED
實德環球有限公司

(Incorporated in Bermuda with limited liability)
(Stock Code: 00487)

MAJOR TRANSACTION IN RELATION TO THE PROVISION OF FINANCIAL ASSISTANCE TO PIER 16 – PROPERTY DEVELOPMENT LIMITED

BACKGROUND

References are made to the 2007 Acquisition Circular, the 2007 Financial Assistance Announcement, the 2009 Financial Assistance Circular, the 2010 Financial Assistance Announcement, the 2012 Financial Assistance Circular, the 2017 Financial Assistance Circular, the 2020 Financial Assistance Announcement, the 2021 Financial Assistance Circular, the 2023 Financial Assistance Circular and the 2025 Financial Assistance Circular.

The Group has been providing financial assistance to Pier 16 – Property Development for the development of Ponte 16 by way of the SUG Shareholder's Loan and the Existing SUG Guarantee which was executed by the Company to guarantee 49% of the payment obligation of Pier 16 – Property Development in respect of the 2025 Facilities. As at the date of this announcement, the outstanding balance of the SUG Shareholder's Loan amounts to approximately HK$342 million and the maximum liability of the Company under the Existing SUG Guarantee is HK$490 million.

The 2025 Facilities matured on 23 June 2026, and the maturity date was thereafter temporarily extended, first to 23 September 2026 and subsequently to 9 October 2026. In order to, among other things, extend the maturity date under the Facility Agreement to the New Maturity Date, Pier 16 – Property Development will enter into, inter alia, the Amended and Restated Facility Agreement with the Lender and the Group will execute the Security Documents as security for Pier 16 – Property Development's obligations under the Amended and Restated Facility Agreement. Subject to the execution of the Amended and Restated Facility Agreement and in accordance with its terms and conditions, the maturity date under the Facility Agreement will be extended to the New Maturity Date, and the loan facilities made available thereunder will be amended and restated as the Revised Facilities which is in the amounts of HK$90 million and MOP273 million.

THE 2026 FINANCIAL ASSISTANCE

In connection with the Amended and Restated Facility Agreement, the Group will enter into the following Security Documents in favour of the Security Agent/Facility Agent:

(i) the New SUG Guarantee;

(ii) the New Livrança; and

(iii) the 2026 Acknowledgment Letter (World Fortune).

Further information on the major terms of the Security Documents are set out in the paragraph headed "Information on the 2026 Financial Assistance" below.

The estimated maximum exposure of the Company under the provision of the 2026 Financial Assistance is approximately HK$139 million, being the New Livrança to be endorsed by, among others, the Company for a sum of not exceeding HK$139,041,420 in support of the Company's obligations under the New SUG Guarantee.

The 2026 Financial Assistance to be provided by the Group to Pier 16 – Property Development will be lesser than the limit of the financial assistance provided by the Group to Pier 16 – Property Development as previously approved by the Shareholders. Taking into account: (i) the outstanding balance of the SUG Shareholder's Loan of approximately HK$342 million as at the date of this announcement; and (ii) the estimated maximum exposure of approximately HK$139 million under the provision of the 2026 Financial Assistance as stated above, the aggregate financial assistance that may be provided by the Group to Pier 16 – Property Development is approximately HK$481 million. In the event that the aggregate financial assistance to be provided by the Group to Pier 16 – Property Development exceeds the aforesaid estimated aggregate financial assistance of approximately HK$481 million, the Company will comply with the relevant requirements under Chapter 13 and/or Chapter 14 of the Listing Rules.

LISTING RULES IMPLICATIONS

The provision of the 2026 Financial Assistance will constitute a major transaction for the Company under Chapter 14 of the Listing Rules and is therefore subject to the reporting, announcement and the Shareholders' approval requirements.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, no Shareholder has a material interest in the Amended and Restated Facility Agreement, the Security Documents and the respective transactions contemplated thereunder and accordingly, no Shareholder or its/his associate(s) is required to abstain from voting if the Company were to convene a Shareholders' meeting for approving the Security Documents and the respective transactions contemplated thereunder.

On the date of this announcement, the Company has obtained the written Shareholders' approval from Silver Rich in respect of the execution of the Security Documents by the Group and its performance of the respective transactions contemplated thereunder. Pursuant to Rule 14.44 of the Listing Rules, the written Shareholders' approval from Silver Rich will be accepted in lieu of holding a general meeting of the Shareholders. Accordingly, no Shareholders' meeting will be held by the Company to approve the Security Documents and the respective transactions contemplated thereunder.

In addition, as the assets ratio as defined under Rule 14.07(1) of the Listing Rules exceeds 8% for the 2026 Financial Assistance, the provision of the 2026 Financial Assistance will give rise to a general disclosure obligation of the Company under Rules 13.13 and 13.16 of the Listing Rules.

GENERAL

It is expected that the circular containing, among other things, (i) further information on the 2026 Financial Assistance; and (ii) other information required under the Listing Rules, will be despatched to the Shareholders on or before 22 October 2026.

BACKGROUND

References are made to the 2007 Acquisition Circular, the 2007 Financial Assistance Announcement, the 2009 Financial Assistance Circular, the 2010 Financial Assistance Announcement, the 2012 Financial Assistance Circular, the 2017 Financial Assistance Circular, the 2020 Financial Assistance Announcement, the 2021 Financial Assistance Circular, the 2023 Financial Assistance Circular and the 2025 Financial Assistance Circular.

The Group has been providing financial assistance to Pier 16 – Property Development for the development of Ponte 16 by way of the SUG Shareholder's Loan and the Existing SUG Guarantee which was executed by the Company to guarantee 49% of the payment obligation of Pier 16 – Property Development in respect of the 2025 Facilities. As at the date of this announcement, the outstanding balance of the SUG Shareholder's Loan amounts to approximately HK$342 million and the maximum liability of the Company under the Existing SUG Guarantee is HK$490 million.

As at 23 June 2026, the total outstanding principal amount of the loan under the 2025 Facilities was in the amounts of approximately HK$90 million and MOP273 million. As at the date of this announcement, the total outstanding principal amount of the loan under the 2025 Facilities is in the amounts of approximately HK$90 million and MOP173 million after repayment of MOP100 million by Pier 16 – Property Development to the Lender on 21 September 2026. The 2025 Facilities matured on 23 June 2026, and the maturity date was thereafter temporarily extended, first to 23 September 2026 and subsequently to 9 October 2026. In order to, among other things, extend the maturity date under the Facility Agreement to the New Maturity Date, Pier 16 – Property Development will enter into, inter alia, the Amended and Restated Facility Agreement with the Lender and the Group will execute the Security Documents as security for Pier 16 – Property Development's obligations under the Amended and Restated Facility Agreement. Subject to the execution of the Amended and Restated Facility Agreement and in accordance with its terms and conditions, the maturity date under the Facility Agreement will be extended to the New Maturity Date, and the loan facilities made available thereunder will be amended and restated as the Revised Facilities which is in the amounts of HK$90 million and MOP273 million.

INFORMATION ON THE 2026 FINANCIAL ASSISTANCE

A brief summary of the Revised Facilities are set out below:

Facility	Information on the facility	Purposes of the facility
Term Loan	Facility amount: HK$90 million Repayment term for principal: HK$90 million payable on the New Maturity Date	To refinance the facilities under the 2025 Facilities in full
Term Loan	Facility amount: MOP273 million Repayment term for principal: MOP100 million paid on 21 September 2026 and the remaining balance in the sum of MOP173 million payable on the New Maturity Date	To refinance the facilities under the 2025 Facilities in full

In connection with the Amended and Restated Facility Agreement, the Group will enter into the following Security Documents in favour of the Security Agent/Facility Agent:

(i) the New SUG Guarantee to be executed by the Company as guarantee for 49% of Pier 16 – Property Development's total indebtedness under the Amended and Restated Facility Agreement;

(ii) the New Livrança for a sum of HK$283,758,000 to be given by Pier 16 – Property Development and to be endorsed by, among others, the Company for a sum of not exceeding HK$139,041,420, being 49% of the Livrança Amount, together with the corresponding letter of authorisation; and

(iii) the 2026 Acknowledgment Letter (World Fortune) to be issued by the Facility Agent to World Fortune and to be acknowledged by World Fortune whereby World Fortune will, inter alia, acknowledge the legality, validity and binding effect of the obligations subsisting and created under the Amended and Restated Facility Agreement and the enforceability thereof in accordance with the terms of the Amended and Restated Facility Agreement, and further acknowledge and confirm the securities given by World Fortune (including but not limited to the Existing Share Pledge, the Existing Subordination Agreement, the 2023 Acknowledgment Letter (World Fortune) and the 2025 Acknowledgment Letter (World Fortune)) shall continue to constitute legal, valid and binding obligations of World Fortune enforceable in accordance with their respective terms as security under the Amended and Restated Facility Agreement.

New SUG Guarantee

Under the Amended and Restated Facility Agreement, as a condition to the provision of the Revised Facilities, each of the Company and SJM Resorts is required to execute a new repayment guarantee for 49% and 51% respectively of Pier 16 – Property Development's total indebtedness under the Amended and Restated Facility Agreement in favour of the Security Agent.

Pursuant to the New SUG Guarantee,

(i) the Company will guarantee to pay, within 7 business days of the Security Agent's demand, any sum which Pier 16 – Property Development fails to pay when due in accordance with the Amended and Restated Facility Agreement provided that the liability of the Company under the New SUG Guarantee in respect of any Pier 16 – Property Development's obligations (including without limitation, payment of all principal, interest (including default interest), fees, costs, charges and expenses) due and payable at any time under the Amended and Restated Facility Agreement shall be limited to 49% thereof ("**Maximum SUG Guaranteed Amount**"). If the Company has duly paid and discharged in full the Maximum SUG Guaranteed Amount, no further demand in respect of such Pier 16 – Property Development's obligations shall be made on the Company; and

(ii) the New SUG Guarantee will be a continuing guarantee until 7 months after all the ultimate balance owing by Pier 16 – Property Development under the Amended and Restated Facility Agreement has been irrevocably paid or the Company has paid Maximum SUG Guaranteed Amount under the New SUG Guarantee, whichever is earlier.

Upon execution of the New SUG Guarantee, all obligations and liabilities of the Company under the Existing SUG Guarantee shall be discharged and released.

New Livrança

Under the Amended and Restated Facility Agreement, as a condition to the provision of the Revised Facilities, Pier 16 – Property Development is required to execute the New Livrança for the Livrança Amount and the Company, among others, is required to endorse the New Livrança for a sum of not exceeding HK$139,041,420, being 49% of the Livrança Amount, in the Security Agent's favour, in support of the Company's obligations under the New SUG Guarantee.

2026 Acknowledgment Letter (World Fortune)

Pursuant to the Existing Share Pledge, among others, World Fortune has pledged (in the form of first priority pledge) and assigned as collateral to the Security Agent all of its interests in the shares of Pier 16 – Property Development to secure the payment and discharge of the liabilities and obligations of Pier 16 – Property Development (actual and contingent) under the facilities made available to Pier 16 – Property Development pursuant to the Facility Agreement. Further, pursuant to the Existing Subordination Agreement, so long as any liability or obligation (present or future, actual or contingent) under the facilities made available to Pier 16 – Property Development pursuant to the Facility Agreement ("**Priority Indebtedness**") is outstanding, among others, all sums (whether of principal, interest or otherwise) payable and all obligations owing to World Fortune and SJM-IL by Pier 16 – Property Development, whether present or future, actual or contingent ("**Subordinated Indebtedness**"), and the claims of World Fortune and SJM-IL in respect of the Subordinated Indebtedness shall be subordinated to the Priority Indebtedness. Further details of the Existing Share Pledge and the Existing Subordination Agreement are set out in the 2012 Financial Assistance Circular, the 2017 Financial Assistance Circular and the 2021 Financial Assistance Circular. The 2023 Acknowledgment Letter (World Fortune) was issued by the Facility Agent and acknowledged by World Fortune on 23 June 2023 pursuant to which World Fortune acknowledged and confirmed the continuance of the Existing Share Pledge and the Existing Subordination Agreement for the purpose of securing the obligations arising from the Facility Agreement. Further details of the 2023 Acknowledgment Letter (World Fortune) are set out in the 2023 Financial Assistance Circular. The 2025 Acknowledgment Letter (World Fortune) was issued by the Facility Agent and acknowledged by World Fortune on 29 July 2025 pursuant to which World Fortune acknowledged and confirmed the continuance of the Existing Share Pledge, the Existing Subordination Agreement and the 2023 Acknowledgment letter (World Fortune) for the purpose of securing the obligations arising from the Facility Agreement. Further details of the 2025 Acknowledgment Letter (World Fortune) are set out in the 2025 Financial Assistance Circular.

World Fortune will execute the 2026 Acknowledgment Letter (World Fortune) to acknowledge and confirm that, inter alia, the Existing Share Pledge, the Existing Subordination Agreement, the 2023 Acknowledgment Letter (World Fortune) and the 2025 Acknowledgment Letter (World Fortune) shall continue to constitute legal, valid and binding obligations of World Fortune enforceable in accordance with their respective terms as security under the Amended and Restated Facility Agreement.

The estimated maximum exposure of the Company under the provision of the 2026 Financial Assistance is approximately HK$139 million, being the New Livrança to be endorsed by, among others, the Company for a sum of not exceeding HK$139,041,420 in support of the Company's obligations under the New SUG Guarantee.

As mentioned in the 2007 Acquisition Circular, the Group might have to provide shareholder's loan to Pier 16 – Property Development up to a maximum amount of approximately HK$1.19 billion, which represented 49% (being World Fortune's shareholding in Pier 16 – Property Development) of the then total expected investment amount to be made by Pier 16 – Property Development for its development of Ponte 16 of approximately HK$2.43 billion. The possible provision of such shareholder's loan up to a maximum amount of approximately HK$1.19 billion by the Group ("**Approved Financial Assistance**") was previously approved by the Shareholders.

Subsequent to the approval of the Approved Financial Assistance, the Group provided further financial assistances by virtue of its 49% shareholding to Pier 16 – Property Development from time to time, which financial assistances were (where required) duly approved by the Shareholders and details of which are set out in the 2007 Financial Assistance Announcement, the 2009 Financial Assistance Circular, the 2010 Financial Assistance Announcement, the 2012 Financial Assistance Circular, the 2017 Financial Assistance Circular, the 2020 Financial Assistance Announcement, the 2021 Financial Assistance Circular, the 2023 Financial Assistance Circular and the 2025 Financial Assistance Circular.

The 2026 Financial Assistance to be provided by the Group to Pier 16 – Property Development will be lesser than the limit of the financial assistance provided by the Group to Pier 16 – Property Development as previously approved by the Shareholders. Taking into account: (i) the outstanding balance of the SUG Shareholder's Loan of approximately HK$342 million as at the date of this announcement; and (ii) the estimated maximum exposure of approximately HK$139 million under the provision of the 2026 Financial Assistance as stated above, the aggregate financial assistance that may be provided by the Group to Pier 16 – Property Development is approximately HK$481 million. In the event that the aggregate financial assistance to be provided by the Group to Pier 16 – Property Development exceeds the aforesaid estimated aggregate financial assistance of approximately HK$481 million, the Company will comply with the relevant requirements under Chapter 13 and/or Chapter 14 of the Listing Rules.

INFORMATION ON PIER 16 – PROPERTY DEVELOPMENT AND PONTE 16

As at the date of this announcement, Pier 16 – Property Development is beneficially held as to 49% by World Fortune and as to 51% by SJM-IL. To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, Pier 16 – Property Development, SJM-IL and SJM Holdings Limited are Independent Third Parties. SJM Holdings Limited is a company whose issued shares are listed on the main board of the Stock Exchange. Pier 16 – Property Development is the registered and beneficial owner of the Property and is principally engaged in property holding and, through its subsidiaries, operation of Ponte 16, a world-class integrated leisure-entertainment resort situated at the Property comprising a five-star luxury hotel, a shopping arcade, food and beverage functions as well as recreational facilities.

REASONS FOR AND BENEFITS OF THE PROVISION OF THE 2026 FINANCIAL ASSISTANCE

The Company is an investment holding company and the principal businesses and investments of the Group include travel-related business, property investment business and the investment project of Ponte 16.

Macau, as a designated "World Centre of Tourism and Leisure", has strengthened its position as a leading international tourism destination through the implementation of policies aimed at promoting economic diversification and expanding non-gaming tourism offerings. The city has continued to enrich its portfolio of cultural, entertainment, sporting, convention and exhibition events, attracting a growing number of visitors from Chinese Mainland and overseas markets, while enhancing its appeal as a diversified and multifaceted leisure destination.

Macau's tourism sector continued to demonstrate sustained upward momentum. According to the Statistics and Census Service of Macau, visitor arrivals in the first half of 2026 increased by 9.0% year-on-year ("**YOY**") to approximately 20.9 million while total non-gaming visitor spending rose by 17.4% YOY to MOP44.47 billion, with shopping, accommodation and dining remaining the main spending categories. In addition, Macau ranked first in the "Top 10 Destinations for Chinese Outbound Tourist Satisfaction" by the China Tourism Academy for the second consecutive year.

Ponte 16 strategically targets the mass market segment by offering a premier integrated leisure-entertainment resort experience that combines live entertainment, international cuisine, and Macau's rich cultural heritage. Situated within a United Nations Educational, Scientific and Cultural Organisation (UNESCO) World Heritage site, the resort distinguishes itself through deep integration of local culture.

Following the cessation of Casino Ponte 16's operation, Ponte 16 revitalised and transformed its venue spaces to enhance its leisure and entertainment offerings and promote local cultural heritage. To enhance visitor engagement, Ponte 16 hosted a series of vibrant cultural events strategically curated to attract younger demographics, encourage longer stays and stimulate retail spending.

Macau's tourism sector is expected to continue building momentum through economic diversification and deeper regional integration within the Greater Bay Area. Aligning with the Macau Government Tourism Office's "Tourism+" strategy, Ponte 16 is actively leveraging its prime location in the historic Inner Harbour district to support urban revitalisation and tourism growth. Ponte 16 is also well positioned to benefit from the growing influx of regional and international visitors seeking authentic cultural experiences. Going forward, Ponte 16 aims to leverage its unique heritage footprint to expand its hospitality, leisure and entertainment offerings, further enhancing its appeal to mass-market segment.

As Pier 16 – Property Development is a 49% owned associate of the Group, the Directors consider that the provision of the 2026 Financial Assistance, which will facilitate the development and operation of Ponte 16, will be beneficial to the Group.

Having considered the future prospects of Ponte 16 as mentioned hereinabove and that the Security Documents are the requisite documents for the utilisation of the Revised Facilities, the Directors consider that the provision of the 2026 Financial Assistance is fair and reasonable and in the interests of the Company and the Shareholders as a whole.

LISTING RULES IMPLICATIONS

The provision of the 2026 Financial Assistance will constitute a major transaction for the Company under Chapter 14 of the Listing Rules and is therefore subject to the reporting, announcement and the Shareholders' approval requirements.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, no Shareholder has a material interest in the Amended and Restated Facility Agreement, the Security Documents and the respective transactions contemplated thereunder and accordingly, no Shareholder or its/his associate(s) is required to abstain from voting if the Company were to convene a Shareholders' meeting for approving the Security Documents and the respective transactions contemplated thereunder.

On the date of this announcement, the Company has obtained the written Shareholders' approval from Silver Rich in respect of the execution of the Security Documents by the Group and its performance of the respective transactions contemplated thereunder. Silver Rich has further confirmed that their approval in respect of the Security Documents shall include any amendments, alterations, additions, supplements or restatements thereto respectively as may be approved by the Board and entered into between the parties to the Security Documents respectively from time to time and the respective transactions contemplated thereunder.

Pursuant to Rule 14.44 of the Listing Rules, the written Shareholders' approval from Silver Rich will be accepted in lieu of holding a general meeting of the Shareholders. Accordingly, no Shareholders' meeting will be held by the Company to approve the Security Documents and the respective transactions contemplated thereunder.

In addition, as the assets ratio as defined under Rule 14.07(1) of the Listing Rules exceeds 8% for the 2026 Financial Assistance, the provision of the 2026 Financial Assistance will give rise to a general disclosure obligation of the Company under Rules 13.13 and 13.16 of the Listing Rules.

GENERAL

It is expected that the circular containing, among other things, (i) further information on the 2026 Financial Assistance; and (ii) other information required under the Listing Rules, will be despatched to the Shareholders on or before 22 October 2026.

DEFINITIONS

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

"2007 Acquisition Circular"	the circular of the Company dated 29 January 2007 in relation to the acquisition by the Group of 12.25% equity interest in, and the related shareholder's loan of, Pier 16 – Property Development and the possible provision of shareholder's loan by the Group to Pier 16 – Property Development
"2007 Financial Assistance Announcement"	the announcement of the Company dated 28 June 2007 in relation to the execution of the 2007 SUG Guarantee by the Company
"2007 SUG Guarantee"	the corporate guarantee executed by the Company to guarantee the payment obligation of Pier 16 – Property Development in respect of certain syndicated loan facilities granted by a group of financial institutions on 28 June 2007, details of which are set out in the 2007 Financial Assistance Announcement
"2009 Financial Assistance Circular"	the circular of the Company dated 8 May 2009 in relation to the provision of further financial assistance by the Group to Pier 16 – Property Development

"2010 Financial Assistance Announcement"	the announcement of the Company dated 25 June 2010 in relation to the provision of further financial assistance by the Group to Pier 16 – Property Development
"2012 Financial Assistance Circular"	the circular of the Company dated 18 May 2012 in relation to, inter alia, the provision of further financial assistance by the Group to Pier 16 – Property Development
"2017 Financial Assistance Circular"	the circular of the Company dated 19 July 2017 in relation to the provision of financial assistance by the Group to Pier 16 – Property Development
"2020 Financial Assistance"	SUG Shareholder's Loan in the aggregate amount of HK$98 million provided by the Group to Pier 16 – Property Development, details of which are set out in the 2020 Financial Assistance Announcement
"2020 Financial Assistance Announcement"	the announcement of the Company dated 15 October 2020 in relation to the provision of the 2020 Financial Assistance
"2021 Acknowledgment Letter"	the acknowledgment letter dated 23 June 2021 issued by the Security Agent to the Company and acknowledged by the Company, details of which are set out in the 2021 Financial Assistance Circular
"2021 Financial Assistance Circular"	the circular of the Company dated 12 July 2021 in relation to the provision of financial assistance by the Group to Pier 16 – Property Development
"2023 Acknowledgment Letter (SUGL)"	the acknowledgment letter dated 23 June 2023 issued by the Facility Agent to the Company and acknowledged by the Company, details of which are set out in the 2023 Financial Assistance Circular
"2023 Acknowledgment Letter (World Fortune)"	the acknowledgment letter dated 23 June 2023 issued by the Facility Agent to World Fortune and acknowledged by World Fortune, details of which are set out in the 2023 Financial Assistance Circular
"2023 Financial Assistance Circular"	the circular of the Company dated 13 July 2023 in relation to the provision of financial assistance by the Group to Pier 16 – Property Development

"2025 Acknowledgment Letter (SUGL)"	the acknowledgment letter dated 29 July 2025 issued by the Facility Agent to the Company and acknowledged by the Company, details of which are set out in the 2025 Financial Assistance Circular
"2025 Acknowledgment Letter (World Fortune)"	the acknowledgment letter dated 29 July 2025 issued by the Facility Agent to World Fortune and acknowledged by World Fortune, details of which are set out in the 2025 Financial Assistance Circular
"2025 Facilities"	transferable term and revolving loan facilities in the aggregate amounts of HK$160 million and MOP273 million made available to Pier 16 – Property Development pursuant to the Facility Agreement, details of which are set out in the 2025 Financial Assistance Circular
"2025 Financial Assistance Circular"	the circular of the Company dated 18 August 2025 in relation to the provision of financial assistance by the Group to Pier 16 – Property Development
"2026 Acknowledgment Letter (World Fortune)"	an acknowledgment letter to be issued by the Facility Agent to World Fortune and to be acknowledged by World Fortune pursuant to which World Fortune will, inter alia, acknowledge and confirm the continuance of the existing security provided by World Fortune under the Facility Agreement, the 2023 Acknowledgment Letter (World Fortune) and the 2025 Acknowledgment Letter (World Fortune), for the purpose of securing the obligations arising from the Amended and Restated Facility Agreement
"2026 Financial Assistance"	the Amended and Restated Facility Agreement and the Security Documents, and the respective transactions contemplated thereunder
"Amended and Restated Facility Agreement"	the amended and restated facility agreement effective as of 23 June 2026 to be entered into on or before 9 October 2026 between, among others, Pier 16 – Property Development as borrower and the Lender as lender, mandated lead arranger, bookrunner, facility agent and security agent relating to the amendment and restatement of the terms of the Facility Agreement
"Board"	the board of Directors

"Company"	Success Universe Group Limited (stock code: 00487), a company incorporated in Bermuda with limited liability whose issued Shares are listed on the main board of the Stock Exchange
"Composite Confirmation Letter"	the composite confirmation letter dated 23 June 2017 given by, among others, the Company in favour of the Security Agent under which, inter alia, the Company confirmed the provision of the Existing SUG Guarantee remain in full force and effect for the facilities made available to Pier 16 – Property Development, details of which are set out in the 2017 Financial Assistance Circular
"controlling shareholder(s)"	has the meaning ascribed to it in the Listing Rules
"Director(s)"	director(s) of the Company
"Existing Share Pledge"	the share pledge over all the shares in Pier 16 – Property Development given by, among others, World Fortune (as a pledgor) and Pier 16 – Property Development (as company) in favour of the Security Agent on 28 June 2012, details of which are set out in the 2012 Financial Assistance Circular, as amended and restated by (i) an amendment and restatement of share pledges dated 23 June 2017, details of which are set out in the 2017 Financial Assistance Circular; and (ii) a second composite amendment and restatement of share pledges dated 23 June 2021, details of which are set out in the 2021 Financial Assistance Circular
"Existing SUG Guarantee"	the corporate guarantee executed by the Company to guarantee 49% of the payment obligation of Pier 16 – Property Development in respect of the facilities granted by a group of financial institutions on 28 June 2012, details of which are set out in the 2012 Financial Assistance Circular, as confirmed by the Composite Confirmation Letter, the 2021 Acknowledgment Letter, the 2023 Acknowledgment Letter (SUGL) and the 2025 Acknowledgment Letter (SUGL)

"Existing Subordination Agreement"	the subordination agreement entered into between, among others, Pier 16 – Property Development, the Security Agent and World Fortune in respect of subordination of certain indebtedness owing by Pier 16 – Property Development to World Fortune on 28 June 2012, details of which are set out in the 2012 Financial Assistance Circular, as amended and confirmed by (i) a confirmation of subordination agreement dated 23 June 2017, details of which are set out in the 2017 Financial Assistance Circular; and (ii) a second confirmation of subordination agreement dated 23 June 2021, details of which are set out in the 2021 Financial Assistance Circular
"Facility Agreement"	the facility agreement dated 17 April 2012 as amended and restated on 23 June 2017, 23 June 2021, 23 June 2023 and 29 July 2025 entered into between, inter alia, Pier 16 – Property Development and the Lender in relation to certain facilities made available to Pier 16 – Property Development
"Group"	the Company and its subsidiaries from time to time
"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 company(ies) who/which is(are) independent of the Company and its connected persons (as defined under the Listing Rules)
"Land Concession"	the leasing of the Property (including the ownership of all structures and buildings erected or to be erected thereon) until 13 February 2030, renewable, provided by the Macau government to Pier 16 – Property Development according to the terms and conditions set forth on Dispatch 9/2005 in Official Gazette No.6 – II dated 14 February 2005, as amended by Dispatch 24/2024 in Official Gazette No. 45-II dated 6 November 2024, which is registered with the Macau Land Registry Office (in Portuguese: Conservatória do Registo Predial, and in Chinese: 物業登記局)under no.30269F
"Land Concession Modification"	any modification, variation or waiver of any term or condition of the Land Concession agreeable by the Macau government and (if required) published in Official Gazette

"Lender" or "Facility Agent" or "Security Agent"	Industrial and Commercial Bank of China (Macau) Limited
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"Livrança Amount"	the sum of HK$283,758,000, being 110% of the Revised Facilities after repayment of MOP100 million, as set out under the New Livrança
"Macau"	the Macau Special Administrative Region of the PRC
"MOP"	Macau Pataca, the lawful currency of Macau
"New Livrança"	the new legally notarized livrança (promissory note) for the Livrança Amount to be given by Pier 16 – Property Development and to be endorsed by, among others, the Company for a sum of not exceeding HK$139,041,420 in the Security Agent's favour together with the corresponding letter of authorisation, in support of the Company's obligations under the New SUG Guarantee
"New Maturity Date"	the date which is 12 months from 23 June 2026
"New SUG Guarantee"	the new corporate guarantee to be executed by the Company to guarantee 49% of the total indebtedness of Pier 16 – Property Development under the Amended and Restated Facility Agreement in favour of the Security Agent
"Pier 16 – Property Development"	Pier 16 – Property Development Limited, a company incorporated under the laws of Macau with limited liability which is beneficially held as to 51% by SJM-IL, an Independent Third Party, and as to 49% by World Fortune as at the date of this announcement
"Ponte 16"	a world-class integrated leisure-entertainment resort situated at the Property comprising a five-star luxury hotel, a shopping arcade, food and beverage functions as well as recreational facilities
"PRC" or "Chinese Mainland"	the People's Republic of China, which for the purpose of this announcement excludes Hong Kong, Taiwan and Macau

"Property"	a piece of land with the area of 18,641 square meters or such area as to be defined in any Land Concession Modification and located at *Rua das Lorchas* and *Rua do Visconde Paço de Arcos*, between Pier no.12A and Pier no. 20, of inner harbour of Macau described in Macau Land Registry Office under number 23151 of Book B, including all structures and buildings erected or to be erected thereon
"Revised Facilities"	transferable term loan facilities in the amounts of HK$90 million and MOP273 million made available to Pier 16 – Property Development pursuant to the Amended and Restated Facility Agreement
"Security Documents"	collectively, the New SUG Guarantee, the New Livrança and the 2026 Acknowledgment Letter (World Fortune)
"Share(s)"	ordinary share(s) of HK$0.01 each in the share capital of the Company
"Shareholder(s)"	holder(s) of Share(s)
"Silver Rich"	Silver Rich Macau Development Limited, a company incorporated in the British Virgin Islands with limited liability which beneficially owns 3,527,994,987 Shares, representing approximately 71.61% of the entire issued share capital of the Company as at the date of this announcement and is direct wholly and beneficially owned by Mr. Yeung Hoi Sing, Sonny, an executive Director and the Chairman of the Board as well as a controlling shareholder of the Company
"SJM Resorts"	SJM Resorts, S.A. (in Portuguese) SJM Resorts, Limited (in English), a company incorporated under the laws of Macau and a subsidiary of SJM Holdings Limited (a company whose issued shares are listed on the main board of the Stock Exchange, stock code: 880)
"SJM-IL"	SJM – Investment Limited, a company incorporated under the laws of Macau with limited liability and a wholly-owned subsidiary of SJM Resorts
"Stock Exchange"	The Stock Exchange of Hong Kong Limited

"SUG Shareholder's Loan"	shareholder's loans provided by the Group to Pier 16 – Property Development from time to time
"World Fortune"	World Fortune Limited, a company incorporated in Hong Kong with limited liability and an indirect wholly-owned subsidiary of the Company as at the date of this announcement
"%"	per cent.

By order of the Board of
SUCCESS UNIVERSE GROUP LIMITED
Yeung Hoi Sing, Sonny
Chairman

Hong Kong, 29 September 2026

As at the date of this announcement, the Board comprises two executive Directors, namely Mr. Yeung Hoi Sing, Sonny (Chairman) and Mr. Ma Ho Man, Hoffman (Deputy Chairman); one non-executive Director, namely Mr. Choi Kin Pui, Russelle; and three independent non-executive Directors, namely Ms. Yeung Mo Sheung, Ann, Mr. Chin Wing Lok, Ambrose and Ms. Hon Hong Lun, Jackie.