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ACCEL GROUP HOLDINGS LIMITED

高 陞 集 團 控 股 有 限 公 司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1283)

COMPLETION OF DISCLOSEABLE TRANSACTION

ACQUISITION OF TARGET COMPANY INVOLVING ISSUE OF CONSIDERATION SHARES UNDER GENERAL MANDATE

Reference is made to the announcements of Accel Group Holdings Limited (the “**Company**” together with its subsidiaries, the “**Group**”) dated 30 September 2025 and 14 October 2025 (the “**Announcements**”) in relation to the Acquisition of 20% of the issued shares of the Target Company involving the issue of Consideration Shares under General Mandate. Capitalised terms used herein shall have the same meanings as those defined in the Announcements unless the context requires otherwise.

COMPLETION OF THE ACQUISITION

The Company is pleased to announce that all of the conditions precedent of the Sale and Purchase Agreement have been satisfied and the completion of the Acquisition took place on 7 November 2025 in accordance with the terms and conditions of the Sale and Purchase Agreement. As a result, the Group now holds 20% of the issued shares of the Target Company.

Pursuant to the Sale and Purchase Agreement, the Company allotted and issued 15,000,000 new Shares to the Vendor for the purpose of settlement of part of the Consideration at the issue price of HK\$1.4 for each Consideration Share, representing approximately 1.82% of the enlarged issued share capital of the Company immediately after the allotment and issuance of the Consideration Shares.

EFFECT ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

Immediately following Completion, the shareholding structure of the Company is set out as follows:

Name of Shareholder	Immediately prior to the Completion		Immediately after the Completion, the allotment and issue of all Consideration Shares	
	<i>Number of Shares</i>	<i>Approximate % of total number of issued Shares</i>	<i>Number of Shares</i>	<i>Approximate % of total number of issued Shares</i>
Lightspeed Limited (<i>Note</i>)	597,000,000	73.62	597,000,000	72.29
The Vendor	2,000,000	0.25	17,000,000	2.06
Other Public Shareholders	211,827,000	26.13	211,827,000	25.65
Total	<u>810,827,000</u>	<u>100.00</u>	<u>825,827,000</u>	<u>100.00</u>

Note: The 597,000,000 Shares are held by Lightspeed Limited, which is beneficially owned as to 70% by the Chairman, an executive Director and the CEO of the Company, Dr. Ko Lai Hung and 30% by Ms. Cheung Mei Lan, an executive Director, the spouse of Dr. Ko. Under the Securities and Futures Ordinance, Dr. Ko is deemed to be interested in the Shares held by Lightspeed Limited and Ms. Cheung, spouse of Dr. Ko, is deemed to be interested in the Shares deemed to be held by Dr. Ko.

By Order of the Board
Accel Group Holdings Limited
Ko Lai Hung
Chairman, Chief Executive Officer and Executive Director

Hong Kong, 7 November 2025

As at the date of this announcement, the executive Directors are Dr. Ko Lai Hung and Ms. Cheung Mei Lan; the non-executive Director is Mr. Ko Angus Chun Kit; and the independent non-executive Directors are Mr. Chan Cheong Tat, Ms. Tse Ka Wing and Mr. Ho Chi Shing.