

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



**TIAN CHANG GROUP HOLDINGS LTD.**

**天長集團控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 2182)**

## **DISCLOSEABLE TRANSACTIONS IN RELATION TO THE ACQUISITION OF MACHINERY AND FINANCE LEASE AGREEMENT**

### **THE ACQUISITION OF THE PLASTIC INJECTION MOLDING MACHINERY FROM VENDOR A**

Reference is made to the announcement of the Company dated 29 May 2026 in relation to the acquisition of plastic injection molding machines from Vendor A. On 7 October 2026 (after trading hours), Huizhou Tian Chang, an indirect wholly-owned subsidiary of the Company, placed another purchase order with Vendor A, for the acquisition of the Plastic Injection Molding Machinery at a total consideration of RMB15.1 million (approximately HK\$17.6 million).

### **THE FINANCE LEASE AGREEMENT**

Reference is made to the announcement of the Company dated 29 May 2026 in relation to the entry into a finance lease agreement with Ningbo Zhongjin, as lessor, by Huizhou Tian Chang, as lessee. On 7 October 2026 (after trading hours), Huizhou Tian Chang, as lessee, entered into the Finance Lease Agreement with Ningbo Zhongjin, as lessor, pursuant to which Ningbo Zhongjin shall purchase the Plastic Injection Molding Machinery from Huizhou Tian Chang for a total consideration of RMB13.6 million (approximately HK\$15.9 million), and the Plastic Injection Molding Machinery would then be leased back to Huizhou Tian Chang for a lease term of 41 months, including a rent-free period of 5 months.

### **THE ACQUISITION OF THE MACHINERY I FROM VENDOR B**

On 7 October 2026 (after trading hours), Tian Hao, an indirect wholly-owned subsidiary of the Company, placed two purchase orders with Vendor B, for the acquisition of the Machinery I at a consideration of RMB34.9 million (approximately HK\$40.9 million) and RMB16.8 million (approximately HK\$19.7 million) respectively and at a total consideration of RMB51.7 million (approximately HK\$60.5 million).

## THE PLASTIC INJECTION MOLDING MACHINERY ACQUISITION

On 7 October 2026 (after trading hours), Huizhou Tian Chang, an indirect wholly-owned subsidiary of the Company, placed a purchase order with Vendor A, for the acquisition of the Plastic Injection Molding Machinery at a total consideration of RMB15.1 million (approximately HK\$17.6 million).

## THE PLASTIC INJECTION MOLDING MACHINERY ACQUISITION PURCHASE ORDER

The principal terms of the Plastic Injection Molding Machinery Acquisition purchase order are set out as follows:

|                            |                                                                                                                                                                                                                                                                                                                                                        |
|----------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Date:</b>               | 7 October 2026 (after trading hours)                                                                                                                                                                                                                                                                                                                   |
| <b>Parties:</b>            | (i) Huizhou Tian Chang; and<br>(ii) Vendor A                                                                                                                                                                                                                                                                                                           |
| <b>Machinery acquired:</b> | 9 Plastic Injection Molding Machines                                                                                                                                                                                                                                                                                                                   |
| <b>Consideration:</b>      | RMB15.1 million (including VAT) (approximately HK\$17.6 million)                                                                                                                                                                                                                                                                                       |
| <b>Payment terms:</b>      | 10% of the consideration to be sourced from Huizhou Tian Chang's own resources, and to be paid by telegraphic transfer as prepayment upon signing the contract; and<br><br>90% of the consideration to be financed by the Finance Lease Agreement, and to be paid by telegraphic transfer prior to delivery of the Plastic Injection Molding Machinery |
| <b>Delivery:</b>           | Vendor A shall be responsible for the delivery of the Plastic Injection Molding Machinery within 95 days from the date the prepayment is paid                                                                                                                                                                                                          |
| <b>Warranty:</b>           | The Plastic Injection Molding Machinery is subject to a warranty period of 2 years from the date of manufacturing                                                                                                                                                                                                                                      |

The above consideration payable by Huizhou Tian Chang is on normal commercial terms and is agreed after arm's length negotiation principally with reference to the prevailing market price of the Plastic Injection Molding Machinery of a similar nature, the operational performance and useful life of the Plastic Injection Molding Machinery and the reputation of Vendor A. The payment of part of the consideration, being RMB1.51 million (approximately HK\$1.76 million), will be financed by Huizhou Tian Chang's internal resources, and the balance thereof by way of the finance lease under the Finance Lease Agreement.

## **THE FINANCE LEASE AGREEMENT**

On 7 October 2026 (after trading hours), Huizhou Tian Chang, as lessee, entered into the Finance Lease Agreement with Ningbo Zhongjin, as lessor, pursuant to which Ningbo Zhongjin shall purchase the Plastic Injection Molding Machinery from Huizhou Tian Chang for a total consideration of RMB13.6 million (approximately HK\$15.9 million), and the Plastic Injection Molding Machinery would then be leased back to the Huizhou Tian Chang for a lease term of 41 months, including a rent-free period of 5 months.

The Finance Lease Agreement comprised (i) the purchase of the Plastic Injection Molding Machinery by Ningbo Zhongjin from Huizhou Tian Chang; and (ii) the lease arrangements, details of which are summarised as follows:

### **Date:**

7 October 2026

### **Parties:**

Lessor: Ningbo Zhongjin

Lessee: Huizhou Tian Chang

### **Sale and purchase arrangements**

Pursuant to the Finance Lease Agreement, Ningbo Zhongjin shall purchase the Plastic Injection Molding Machinery from Huizhou Tian Chang for a total consideration of RMB13.6 million (approximately HK\$15.9 million), subject to the delivery of the Plastic Injection Molding Machinery from Vendor A to Huizhou Tian Chang. The total consideration is payable by Ningbo Zhongjin to Huizhou Tian Chang upfront subject to the signing of the agreement between Vendor A and Huizhou Tian Chang in relation to the purchase of the Plastic Injection Molding Machinery.

The consideration payable by Ningbo Zhongjin was determined after arm's length negotiations between the parties with reference to the original purchase prices of the Plastic Injection Molding Machinery payable by Huizhou Tian Chang to Vendor A under the Plastic Injection Molding Machinery Acquisition purchase order.

### **Lease arrangements**

Upon completion of the sale of the Plastic Injection Molding Machinery by Huizhou Tian Chang to Ningbo Zhongjin pursuant to the Finance Lease Agreement, the Plastic Injection Molding Machinery will forthwith be leased back to Huizhou Tian Chang by Ningbo Zhongjin for the Lease Term, and Huizhou Tian Chang will pay monthly lease payment to Ningbo Zhongjin for renting the Plastic Injection Molding Machinery. Pursuant to the Finance Lease Agreement, the total amount of lease payment payable by Huizhou Tian Chang for the Lease Term will be

RMB14.3 million (approximately HK\$16.7 million). The lease is subject to a flat interest rate of 1.8% per annum on the initial principal amount (being the consideration payable by Ningbo Zhongjin to Huizhou Tian Chang for the purchase of the Plastic Injection Molding Machinery under the Finance Lease Agreement). The payment of the instalments will commence on the twentieth day of the sixth month following full delivery of the Plastic Injection Molding Machinery, and no interest shall be charged during the first five months following such delivery. The monthly lease payment payable by Huizhou Tian Chang during the Lease Term is RMB0.4 million (approximately HK\$0.5 million). The lease payment (together with the interest rate) was determined after arm's length negotiation between the parties with reference to the principal amount of the lease and the prevailing market interest rate for finance lease of comparable size and subject matter of the finance lease (including the nature and quality of the Plastic Injection Molding Machinery).

### **Ownership of the Plastic Injection Molding Machinery**

The ownership of the Plastic Injection Molding Machinery under the Finance Lease Agreement shall belong to Ningbo Zhongjin during the Lease Term. At the end of the Lease Term, subject to payments by Huizhou Tian Chang of all amounts due under the Finance Lease Agreement, Huizhou Tian Chang will have an option to repurchase the Plastic Injection Molding Machinery at a nominal consideration of RMB1.

### **THE MACHINERY ACQUISITION A AND THE MACHINERY ACQUISITION B**

On 7 October 2026 (after trading hours), Tian Hao, an indirect wholly-owned subsidiary of the Company, placed two purchase orders with Vendor B, for the acquisition of 8 magnesium injection molding machines and 1 magnesium injection molding machine at a consideration of RMB34.9 million (approximately HK\$40.9 million) and RMB16.8 million (approximately HK\$19.7 million) respectively, and at a total consideration of RMB51.7 million (approximately HK\$60.5 million).

### **THE MACHINERY ACQUISITION A PURCHASE ORDER**

|                            |                                                                  |
|----------------------------|------------------------------------------------------------------|
| <b>Date:</b>               | 7 October 2026 (after trading hours)                             |
| <b>Parties:</b>            | (i) Tian Hao; and<br>(ii) Vendor B                               |
| <b>Machinery acquired:</b> | 8 magnesium injection molding machines                           |
| <b>Consideration:</b>      | RMB34.9 million (including VAT) (approximately HK\$40.9 million) |

|                       |                                                                                                                                                                                                                                                                                                     |
|-----------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Payment terms:</b> | 20% of the consideration to be paid by telegraphic transfer as prepayment within 14 days after signing of the purchase order; and<br><br>80% of the consideration to be paid by one-time telegraphic transfer within 6 months after the relevant machinery is delivered, installed and commissioned |
| <b>Delivery:</b>      | Vendor B shall be responsible for the delivery of the relevant machinery within 3.5 months after the date on which the deposit is paid                                                                                                                                                              |
| <b>Warranty:</b>      | The relevant machinery is subject to a warranty period of 1 year from the date of manufacturing                                                                                                                                                                                                     |

## **THE MACHINERY ACQUISITION B PURCHASE ORDER**

|                            |                                                                                                                                                                                                                                                                                                                        |
|----------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Date:</b>               | 7 October 2026 (after trading hours)                                                                                                                                                                                                                                                                                   |
| <b>Parties:</b>            | (i) Tian Hao; and<br><br>(ii) Vendor B                                                                                                                                                                                                                                                                                 |
| <b>Machinery acquired:</b> | 1 magnesium injection molding machine                                                                                                                                                                                                                                                                                  |
| <b>Consideration:</b>      | RMB16.8 million (including VAT) (approximately HK\$19.7 million)                                                                                                                                                                                                                                                       |
| <b>Payment terms:</b>      | 10% of the consideration to be paid by telegraphic transfer as prepayment upon signing of the purchase order; and<br><br>90% of the consideration to be paid by one-time telegraphic transfer within 3 months after the relevant machinery is delivered, installed, commissioned and completed 10,000 mold productions |
| <b>Delivery:</b>           | Vendor B shall be responsible for the delivery of the relevant machinery within 3.5 months after the date on which the prepayment is paid                                                                                                                                                                              |
| <b>Warranty:</b>           | The relevant machinery is subject to a warranty period of 1 year from the date of manufacturing                                                                                                                                                                                                                        |

The above consideration payable by Tian Hao in respect of the acquisition of Machinery I is on normal commercial terms and are agreed after arm's length negotiation principally with reference to the prevailing market price of the Machinery I of a similar nature, the operational performance and useful life of the Machinery I and the reputation of Vendor B. The payment of the consideration will be financed by the Group's internal resources.

## **REASONS FOR AND BENEFITS OF THE PURCHASE ORDERS AND THE FINANCE LEASE AGREEMENT**

The Group is primarily engaged in integrated advanced manufacturing solutions segment, advanced consumer & industrial products segment and medical consumable products segment. References are made to (i) the announcement of the Company dated 29 May 2026 in relation to the acquisition of plastic injection molding machines from Vendor A and the entry into a finance lease agreement with Ningbo Zhongjin and (ii) the announcement of the Company dated 16 September 2026 in relation to the acquisition of magnesium injection molding machines from Jie Long Foreign Trade Co., Ltd.\* (捷瓏進出口貿易有限公司).

The Plastic Injection Molding Machinery is intended to broaden diversification and enhance manufacturing and production capacity for a new product line of integrated plastic solutions. Further, the Plastic Injection Molding Machinery Acquisition and the Finance Lease Agreement were entered contemporaneously as part of an integrated financing arrangement, whereby the Finance Lease Agreement serves as a financing tool for the acquisition of the Plastic Injection Molding Machinery under the relevant purchase order. The Directors are of the view that the Finance Lease Agreement and the transactions contemplated thereunder would provide additional liquidity to the Group, reduce its immediate cash outflow from the purchase of the Plastic Injection Molding Machinery and reserve financial resources for its business operations.

Moreover, the Machinery I is intended to facilitate the Group's extended manufacturing capability in Magnesium Thixomolding which adopts the same business model as the Group's original integrated advanced manufacturing solutions segment, thereby reducing its reliance on any single product category and allowing the Group to leverage its existing industry relationship and market knowledge.

The Directors are of the view that the above acquisitions and the Finance Lease Agreement will provide opportunities to the Group's existing businesses in multiple ways, including but not limited to retaining its existing customers and expanding its sales by offering a broader range of products and services and a more comprehensive suite of manufacturing services to the Group's existing customer base and supporting the Group in securing additional orders from them.

The Directors consider that the terms of the three purchase orders, the Finance Lease Agreement and the transactions contemplated thereunder respectively are on normal commercial terms, and are fair and reasonable and in the interests of the Group and the Shareholders as a whole.

## **INFORMATION OF THE PARTIES**

### **Huizhou Tian Chang**

Huizhou Tian Chang is a company incorporated in the PRC with limited liability and an indirect wholly-owned subsidiary of the Company, which is principally engaged in manufacturing and sales of e-cigarettes products, medical consumable products and providing integrated plastic solutions.

### **Tian Hao**

Tian Hao is a company incorporated in the PRC with limited liability and an indirect wholly-owned subsidiary of the Company, which is principally engaged in the development and manufacturing of new material products, including recycled PET felt materials, and is currently expanding its new materials capabilities into Magnesium Thixomolding and related advanced materials manufacturing technologies.

### **Vendor A**

As at the date of this announcement, to the best of the knowledge, information and belief of the Directors, having made all reasonable enquiries, Vendor A is a company incorporated in the PRC with limited liability, which is principally engaged in sale and distribution of plastic injection molding machinery and related equipment, and provision of associated technical and after-sales services, and is wholly owned by Haitian International Holdings Limited, a company incorporated in the Cayman Islands with limited liability and the shares of which are listed on the Stock Exchange (stock code: 1882).

To the best of the knowledge, information and belief of the Directors, having made all reasonable enquiries, Vendor A and its ultimate beneficial owner(s) are Independent Third Parties.

### **Ningbo Zhongjin**

Ningbo Zhongjin, the lessor under the Finance Lease Agreement, is a company incorporated in the PRC with limited liability, principally engaged in financial leasing, and is a non-bank financial institution subject to regulation by the National Financial Regulatory Administration and relevant local financial regulatory authorities. To the best of the knowledge, information and belief of the Directors, and having made all reasonable enquiries, as at the date of this announcement, 75% of the equity interest of Ningbo Zhongjin is owned by Ningbo Changshi, which is in turn owned by Ningbo Qianmu, which is in turn owned by Wang Huangcheng\* (王皇城) and Zhang Hui\* (張輝).

To the best of the knowledge, information and belief of the Directors, having made all reasonable enquiries, Ningbo Zhongjin and its ultimate beneficial owner(s) are Independent Third Parties.

## **Vendor B**

As at the date of this announcement, to the best of the knowledge, information and belief of the Directors, having made all reasonable enquiries, Vendor B is a company incorporated in the PRC with limited liability, which is principally engaged in sale and distribution of casting machinery and related equipment, and provision of associated technical and after-sales services. To the best of the knowledge, information and belief of the Directors, and having made all reasonable enquiries, as at the date of this announcement, 100% of the equity interest of Vendor B is owned by Haitian Zhisheng, which is in turn owned by Haitian Management (holding 63.2% of the equity interest of Haitian Zhisheng), which is in turn owned by Zhang Jianming\* (張劍鳴) and Zhang Bin\* (張斌) (holding 40% and 60% of the equity interest of Haitian Management respectively).

To the best of the knowledge, information and belief of the Directors, having made all reasonable enquiries, Vendor B and its ultimate beneficial owner(s) are Independent Third Parties.

## **IMPLICATIONS UNDER THE LISTING RULES**

### **The Plastic Injection Molding Machinery Acquisition and the Aggregate Plastic Injection Molding Machinery Acquisitions**

As the Aggregate Plastic Injection Molding Machinery Acquisitions were conducted within 12 months with the same vendor, the Aggregate Plastic Injection Molding Machinery Acquisitions are required to be aggregated as a series of transactions pursuant to Rules 14.22 and 14.23(1) of the Listing Rules. As the highest applicable percentage ratio (as defined in the Listing Rules) for the Plastic Injection Molding Machinery Acquisition and the Aggregate Plastic Injection Molding Machinery Acquisitions, on a standalone and consolidated basis respectively, exceed 5% but are all less than 25%, the Plastic Injection Molding Machinery Acquisition and the Aggregate Plastic Injection Molding Machinery Acquisitions constitute a discloseable transaction pursuant to Chapter 14 of the Listing Rules, and are only subject to the notification and announcement requirements, but exempted from the Shareholders' approval requirements.

### **The Finance Lease Agreement and the Aggregate Finance Lease Agreements**

As the Aggregate Finance Lease Agreements were conducted within 12 months with the same lessor, the Aggregate Finance Lease Agreements are required to be aggregated as a series of transactions pursuant to Rules 14.22 and 14.23(1) of the Listing Rules. As the highest applicable percentage ratio (as defined in the Listing Rules) for the Finance Lease Agreement and the Aggregate Finance Lease Agreements, on a standalone and consolidated basis respectively, exceed 5% but are all less than 25%, the Finance Lease Agreement and the Aggregate Finance Lease Agreements constitute a discloseable transaction pursuant to Chapter 14 of the Listing Rules, and are only subject to the notification and announcement requirements, but exempted from the Shareholders' approval requirements.

## **The Machinery I**

As the highest applicable percentage ratio (as defined in the Listing Rules) for the acquisition of Machinery I, which were both entered into by the Company on the same day, on a consolidated basis, exceed 5% but are less than 25%, the acquisition of Machinery I constitutes a discloseable transaction pursuant to Chapter 14 of the Listing Rules, and is only subject to the notification and announcement requirements, but exempted from the Shareholders' approval requirements.

## **Compliance Requirements**

Accordingly, each of the above acquisitions and agreements (on a standalone and/or aggregated basis) is subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules, but is exempt from the circular and Shareholders' approval requirements.

## **DEFINITIONS**

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

|                                                              |                                                                                                                                                                                                                                                         |
|--------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| “%”                                                          | per cent                                                                                                                                                                                                                                                |
| “Aggregate Finance Lease Agreements”                         | the finance lease agreement entered into by Ningbo Zhongjin, as lessor, and Huizhou Tian Chang, as lessee, as referred to in the announcement of the Company dated 29 May 2026 and the Finance Lease Agreement                                          |
| “Aggregate Plastic Injection Molding Machinery Acquisitions” | the acquisition of 15 plastic injection molding machines pursuant to the order placed by Huizhou Tian Chang with Vendor A as referred to in the announcement of the Company dated 29 May 2026 and the Plastic Injection Molding Machinery Acquisition   |
| “Board”                                                      | the board of Directors of the Company                                                                                                                                                                                                                   |
| “Company”                                                    | Tian Chang Group Holdings Ltd. (天長集團控股有限公司), a company incorporated in the Cayman Islands with limited liability and the shares of which are listed on the Stock Exchange (stock code: 2182)                                                            |
| “Director(s)”                                                | the director(s) of the Company                                                                                                                                                                                                                          |
| “Finance Lease Agreement”                                    | the finance lease agreement dated 7 October 2026 entered into between Huizhou Tian Chang, as lessee, and Ningbo Zhongjin, as lessor, in respect of the sale and purchase arrangements and lease arrangements of the Plastic Injection Molding Machinery |

|                                |                                                                                                                                                                                                                                                                                                                            |
|--------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| “Group”                        | the Company and its subsidiaries                                                                                                                                                                                                                                                                                           |
| “Haitian Management”           | Ningbo Haitian Enterprise Management Co., Ltd.* (寧波海天企業管理有限公司), a limited liability company incorporated in the PRC holding 63.2% of the equity interest of Haitian Zhisheng                                                                                                                                               |
| “Haitian Zhisheng”             | Ningbo Free Trade Zone Haitian Zhisheng Die Casting Equipment Co., Ltd.*, (寧波保稅區海天智勝金屬成型設備有限公司), a limited liability company incorporated in the PRC holding 100% of the equity interest of Vendor B                                                                                                                       |
| “HK\$”                         | Hong Kong dollars, the lawful currency of Hong Kong                                                                                                                                                                                                                                                                        |
| “Hong Kong”                    | the Hong Kong Special Administrative Region of the PRC                                                                                                                                                                                                                                                                     |
| “Huizhou Tian Chang”           | Huizhou Tian Chang Industrial Company Limited* (惠州市天長實業有限公司), a limited liability company incorporated in the PRC and an indirect wholly-owned subsidiary of the Company                                                                                                                                                   |
| “Independent Third Party(ies)” | any persons or company and their respective ultimate beneficial owner(s) which, to the best of the Directors’ knowledge, information and belief having made all reasonable enquires, are third parties independent of and not connected with the Company and its connected persons (or any of their respective associates) |
| “Lease Term”                   | a period of 41 months, including a rent-free period of 5 months, commencing from full delivery of the Plastic Injection Molding Machinery (as described in pages 3-4 under Lease arrangements paragraph)                                                                                                                   |
| “Listing Rules”                | the Rules Governing the Listing of Securities on the Stock Exchange                                                                                                                                                                                                                                                        |
| “Machinery Acquisition A”      | acquisition of 8 magnesium injection molding machines pursuant to the purchase order placed by Tian Hao with Vendor B on 7 October 2026                                                                                                                                                                                    |
| “Machinery Acquisition B”      | acquisition of 1 magnesium injection molding machine pursuant to the purchase order placed by Tian Hao with Vendor B on 7 October 2026                                                                                                                                                                                     |
| “Machinery I”                  | an aggregate of 9 magnesium injection molding machines purchased pursuant to the Machinery Acquisition A and the Machinery Acquisition B                                                                                                                                                                                   |

|                                                   |                                                                                                                                                                                     |
|---------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| “Magnesium Thixomolding”                          | semi-solid magnesium alloy injection molding                                                                                                                                        |
| “Ningbo Changshi”                                 | Ningbo Changshi Guangye Investment Co., Ltd.* (寧波長實廣業投資有限公司), a limited liability company incorporated in the PRC holding 75% of the equity interest of Ningbo Zhongjin             |
| “Ningbo Qianmu”                                   | Ningbo Qianmu Intelligent Technology Co., Ltd.* (寧波謙牧智能科技有限公司), a limited liability company incorporated in the PRC holding 100% of the equity interest of Ningbo Changshi          |
| “Ningbo Zhongjin”                                 | Ningbo Zhongjin Financial Leasing Co., Ltd.* (寧波中金融租賃有限公司), a limited liability company incorporated in the PRC and the lessor under the Finance Lease Agreement                    |
| “Plastic Injection Molding Machinery”             | an aggregate of 9 plastic injection molding machines purchased pursuant to the Plastic Injection Molding Machinery Acquisition                                                      |
| “Plastic Injection Molding Machinery Acquisition” | acquisition of 9 plastic injection molding machines pursuant to the purchase order placed by Huizhou Tian Chang with Vendor A on 7 October 2026                                     |
| “PRC”                                             | the People’s Republic of China (for the purpose of this announcement, excluding Hong Kong and the Macau Special Administrative Region of the PRC)                                   |
| “RMB”                                             | Renminbi, the lawful currency of PRC                                                                                                                                                |
| “Share(s)”                                        | the ordinary share(s) of HK\$0.1 each in the share capital of the Company                                                                                                           |
| “Shareholder(s)”                                  | the holder(s) of the Shares                                                                                                                                                         |
| “Stock Exchange”                                  | The Stock Exchange of Hong Kong Limited                                                                                                                                             |
| “Tian Hao”                                        | Tian Hao New Materials Technology (Hui Zhou) Limited* (天濠新材料科技(惠州)有限公司), a limited liability company incorporated in the PRC and an indirect wholly-owned subsidiary of the Company |
| “VAT”                                             | value-added tax                                                                                                                                                                     |
| “Vendor A”                                        | Haitian Machinery Sales (Guangdong) Co., Ltd.* (海天機械銷售(廣東)有限公司), a limited liability company incorporated in the PRC                                                                |

“Vendor B”

Ningbo Haitian Zhisheng Trading Co., Ltd.\* (寧波海天智勝貿易有限公司), a limited liability company incorporated in the PRC

By Order of the Board  
**Tian Chang Group Holdings Ltd.**  
**CHAN Tsan Lam**  
*Chairman*

Hong Kong, 7 October 2026

*For the purpose of this announcement, unless otherwise indicated, conversion of RMB into HKD is calculated at the approximate exchange rate of RMB1.00 to HKD1.170. This exchange rate is adopted for illustration purpose only and does not constitute a representation that any amounts have been, could have been, or may be, exchanged at this rate or any other rates at all.*

*As at the date of this announcement, the Board comprises Mr. Chan Tsan Lam, Ms. Poon Po Han Lisa and Ms. Chan Yin Yan as executive Directors; and Mr. Ng Chi Wai, Mr. Hung Chun Leung and Mr. Chan Bing Kai as independent non-executive Directors.*

\* *For identification purpose only*