

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.

K2 F&B HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2108)

SUPPLEMENTAL ANNOUNCEMENT DISCLOSEABLE TRANSACTION IN RELATION TO THE DISPOSAL OF PROPERTY AND PROPOSED REMEDIAL ACTIONS

Reference is made to the announcements of K2 F&B Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) dated 9 October 2024 and 7 March 2025 with respect to the discloseable transaction in relation to disposal of property (the “**Announcements**”). Unless otherwise stated, the capitalised terms used herein shall have the same meanings as those defined in the Announcements.

In order to avoid the similar incident mentioned in the Announcements and ensure the Company’s full compliance with the requirements of Chapter 14 of the Listing Rules, the Company will take the following remedial measures:

1. The Company has engaged a lawyer in Hong Kong for providing training to all the Directors and the financial controller of the Company (the “**FC**”) in respect of the Listing Rules, in particular (i) the requirements of Chapters 14 and 14A of the Hong Kong Listing Rules, (ii) the time of publishing announcement for notifiable and connected transaction, (iii) the definition of transaction (including but not limited to grant of option), and (iv) the different culture and market practice between Hong Kong and Singapore in handling sale and purchase of land property and granting of option.
2. The FC would maintain an excel spreadsheet containing proper calculation methodology of the percentage ratios pursuant to Chapter 14 of the Listing Rules (“**Size Tests**”), and update the relevant figures of Size Tests on a regular basis. The Size Tests would set out the thresholds of percentage ratios from time to time in respect of the different types of notifiable transaction under Chapter 14 of the Listing Rules.
3. The Company will provide guidance materials and the Size Tests to, including but not limited to, the executive Directors and all departments of the Company involved in contract initiation and execution (the “**Relevant Departments**”) in respect of the requirements of Chapter 14 of the Listing Rules regarding (i) how to define a transaction (in particular the grant or exercise of an option to acquire or disposal of assets taking into account the different culture and market practice between Hong Kong and Singapore); (ii) how to properly calculate the percentage ratios; (iii) how to categorise a notifiable transaction under Chapter 14 of the Listing Rules. The Company

will also emphasise the importance of correct calculation of the Size Tests on a standalone basis and an aggregate basis, and the Size Tests must be performed prior to execution of any proposed transaction.

4. The Company will centralise the reporting procedure that all the proposed transactions to be secured or conducted by any subsidiary or department must be reported immediately by verbal or electronic means to any one of the executive Directors, namely Mr. Chu Chee Keong, Ms. Leow Poh Hoon and Mr. Chu Pok Chong, Ivan and recorded and documented from time to time. Thereafter, the same report will be circulated to the Board for information as soon as practicable.
5. In the event that any Director or Relevant Department is aware of that the proposed transaction may give rise to obligations under the Listing Rules, Mr. Chu Chee Keong, an executive Director, chairman of the Board and the chief executive officer of the Company, must be notified immediately.
6. Mr. Chu Chee Keong will notify the FC and the company secretary of the Company (the “**Company Secretary**”) of the proposed notifiable transaction as soon as practicable and share all the relevant information and the results of the Size Tests. The FC and the Company Secretary will further assess the proposed notifiable transaction in accordance with Chapter 14 of the Listing Rules and consider, if necessary, engaging professional advisers, including but not limited to its auditors, independent valuer, financial advisers and legal advisers (as the case may be). However, the Directors and Relevant Departments are always encouraged to consult the FC and the Company Secretary in advance and early initiation stage.
7. Without final assessment and approval of any executive Director, any proposed transaction with results of Size Tests close to the thresholds cannot be executed.

The Company is assessing the proposed remedial measures. The implementation of the enhanced measures above-mentioned is in progress, and it is expected to fully implement the enhanced measures by the end of August 2025. The Company should remain monitoring the execution of the measures, assessing its effectiveness and adequacy and considering enhancement to the measures from time to time.

The Directors believe that the implementation of the enhanced measures above-mentioned will enhance its internal reporting process and the knowledge of the Directors and the Relevant Departments on the requirements of the Listing Rules, and the similar incident mentioned in the Announcements can be avoided.

By Order of the Board
K2 F&B Holdings Limited
Chu Chee Keong (Zhu Zhiqiang)
Chairman

Singapore, 5 August 2025

As at the date of this announcement, the Directors are:

Executive Directors:

Mr. Chu Chee Keong (Zhu Zhiqiang)

Ms. Leow Poh Hoon (Liao Baoyun)

Mr. Chu Pok Chong, Ivan

Independent non-executive Directors:

Mr. Wong Loke Tan

Mr. Mah Seong Kung

Mr. Ng Yong Hwee