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## **Legion Consortium Limited**

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

**(Stock code: 2129)**

### **DISCLOSEABLE TRANSACTION IN RELATION TO ACQUISITION OF PRIME MOVERS**

The Board announces that on 18 June 2025 and 17 September 2025 (after trading hours), the Purchaser, an wholly-owned subsidiary of the Company and the Seller entered into the (i) SPA I for the acquisition of the Prime Movers I at a consideration of S\$1,160,000 (exclusive of GST) and (ii) SPA II for the acquisition of the Prime Movers II at a consideration of S\$580,000 (exclusive of GST) respectively.

#### **IMPLICATIONS UNDER THE LISTING RULES**

As the SPAs were entered into by the Purchaser with the same seller within a 12-month period, the SPAs are required to be aggregated as a series of transactions pursuant to Rule 14.22 of the Listing Rules.

As one of the applicable percentage ratios under Chapter 14 of the Listing Rules in relation to the SPAs, when calculated on an aggregated basis, is more than 5% but all applicable percentage ratios are less than 25%, the SPAs constitute a discloseable transaction for the Company and is therefore subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

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## **ACQUISITION OF PRIME MOVERS**

The principal terms of the SPAs are summarized as below:

Date : 18 June 2025 and 17 September 2025

Parties : (i) the Purchaser ; and  
(ii) the Seller

To the best of the Directors' knowledge, information and belief, and having made all reasonable enquiries, the Seller and its ultimate beneficial owner are Independent Third Parties.

Consideration: The aggregate consideration for the SPA, being S\$1,740,000 (exclusive of GST), shall be paid by the Purchaser according to the following schedule:

- (i) S\$100,000, being non-refundable deposit for the SPA I, shall be paid upon signing the SPA I;
- (ii) S\$50,000, being non-refundable deposit for the SPA II, shall be paid upon signing the SPA II; and
- (iii) S\$116,000 shall be paid for each prime mover delivered by the Seller to the Purchaser under the SPAs (the amount of deposits paid under the respective SPA I and SPA II will be deducted for the last payment).

The Consideration is expected to be funded by internal resources of the Group and bank financing.

## **INFORMATION ON THE PARTIES**

### **The Company**

The Company is a company incorporated in the Cayman Islands with limited liability and listed on the Main Board of the Stock Exchange which is, through its subsidiaries, principally engaged in provision of well-established logistics service in Singapore offering trucking services, freight forwarding services and value added transport services to customers.

## **The Purchaser**

The Purchaser, a private company limited by shares under the Laws of Singapore and a wholly-owned subsidiary of the Company, is principally engaged in provision of container depot services, as well as the installation of industrial machinery and equipment, and mechanical engineering works.

## **The Seller**

The Seller is a company incorporated in Singapore with limited liability, it is principally engaged in commercial vehicle solutions provider.

The ultimate beneficial owner of the Seller is Isuzu Motors Ltd., a company incorporated in Japan and listed on the Tokyo Stock Exchange. It is principally engaged in manufacturing and sale of commercial vehicles, light commercial vehicles, and diesel engines and components worldwide.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, the Seller and its ultimate beneficial owner are Independent Third Parties.

## **REASONS FOR AND BENEFITS OF THE ACQUISITION OF PRIME MOVERS**

The Group is principally engaged in container depot services, installation of industrial machinery and equipment, and mechanical engineering works. In line with its ongoing business expansion, the acquisition of additional prime movers is a strategic move to enhance fleet capacity, improve operational efficiency, and ensure the Group remains well positioned to meet rising customer demand.

Currently the Group maintains a robust vehicle fleet comprising 57 prime movers, 492 trailers and 23 flat vans, and machineries comprising 6 reach stackers, 2 kalmars and 3 forklifts. In addition, the Group operates 3 logistics yards and 3 warehouses with total built-up areas of approximately 48,980 sq. m. and 32,343 sq. m., respectively. These facilities provide essential open-yard storage and warehousing services, forming a critical part of our integrated logistics and transportation offering.

To accommodate the anticipated growth in service demand and to reinforce fleet capacity, the Group has entered into SPAs for the acquisition of additional prime movers. This investment is expected to strengthen the Group's logistics infrastructure, enhance service delivery, and support long-term business scalability.

The expanded fleet will enable the Group to manage higher cargo volumes with greater agility, reduce reliance on third party transport providers, and provide delivery reliability. It will also facilitate more fleet rotation and maintenance planning, thereby minimising operational downtime and optimising asset utilisation. Overall, this acquisition enhances the Group's competitive positioning and operational resilience in a dynamic and evolving logistics landscape.

The Directors (including the independent non-executive Directors) are of the view that the terms of the SPAs are on normal commercial terms and are fair and reasonable and in the interests of the Company and its shareholders as a whole.

## **IMPLICATIONS UNDER THE LISTING RULES**

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## **DEFINITIONS**

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

“Board”	the board of Directors
“Company”	Legion Consortium Limited, a company incorporated in the Cayman Islands with limited liability, the issued Shares of which are listed on the Main Board of the Stock Exchange (Stock code: 2129)
“connected person(s)”	has the meaning ascribed to it under Listing Rules
“Consideration”	The aggregate consideration for the SPAs is S\$1,740,000 (exclusive of GST)
“Director(s)”	the director(s) of the Company
“Group”	collectively, the Company and its subsidiaries from time to time

“GST”	Goods and Service Tax in Singapore
“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)”	an independent third party(ies) which is/are not connected with the chief executive, directors and substantial shareholders of the Company or any of its subsidiaries and their respective associates
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Prime Movers I”	10 prime movers purchased under SPA I
“Prime Movers II”	5 prime movers purchased under SPA II
“Purchaser”	Rejoice Container Services (Pte) Ltd, a private company limited by shares under the laws of Singapore and a wholly-owned subsidiary of the Company
“S\$”	Singapore dollar, the lawful currency of Singapore
“Seller”	UD Trucks Singapore (Pte.) Ltd., a private company limited by shares of under the laws of Singapore
“Share(s)”	ordinary share(s) of nominal value of HK\$0.01 each in the share capital of the Company
“Shareholder(s)”	holder(s) of the ordinary shares of the Company
“Singapore”	the Republic of Singapore
“SPAs”	SPA I and SPA II
“SPA I”	the sales and purchase agreement dated 18 June 2025 entered into between the Purchaser and the Seller in relation to the acquisition of the Prime Movers I

“SPA II”	the sales and purchase agreement dated 17 September 2025 entered into between the Purchaser and the Seller in relation to the acquisition of the Prime Movers II
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“%”	percentage

By Order of the Board  
**Legion Consortium Limited**  
**Ng Choon Eng**  
*Chairman, Chief Executive Officer and Executive Director*

Hong Kong, 17 September 2025

*As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Ng Choon Eng, Mr. Ng Kong Hock and Ms. Tham Chia Sze; and three independent non-executive Directors, namely Mr. Yeo Teck Chuan, Mr. Ho Wing Sum and Mr. Teo Rainer Jia Kai.*