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SEM Holdings Limited
澳達控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 9929)

VOLUNTARY ANNOUNCEMENT
DISPOSALS OF SHARES BY CONTROLLING SHAREHOLDER

This announcement is made by the board (“**Board**”) of directors (the “**Directors**”) of SEM Holdings Limited (the “**Company**”) on a voluntary basis.

The Board has been informed that, on 14 April 2026, Yao Capital Limited, wholly-owned by Mr. Yao Shuobin, the chairman of the Company and a non-executive Director and a controlling shareholder (as defined under the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited) of the Company, made the following disposals of the shares of the Company (the “**Shares**”):

- (i) 178,000,000 Shares, representing approximately 8.9% of the total issued share capital of the Company, to Joanneful Limited (“**Purchaser 1**”), an independent third party, at a price of HK\$0.65 per Share (“**Disposal 1**”);
- (ii) 57,500,000 Shares, representing approximately 2.9% of the total issued share capital of the Company, to Xieqing (謝青) (“**Purchaser 2**”), an independent third party, at a price of HK\$0.65 per Share (“**Disposal 2**”); and
- (iii) 46,000,000 Shares, representing approximately 2.3% of the total issued share capital of the Company, to Liang Meifeng (梁美鋒) (“**Purchaser 3**”, together with Purchaser 1 and Purchaser 2, collectively the “**Purchasers**”), an independent third party, at a price of HK\$0.65 per Share (“**Disposal 3**” together with Disposal 1 and Disposal 2, collectively the “**Disposals**”).

Yao Capital Limited has further informed the Company that the Disposals have been completed (the “**Completion**”) as at the date of this announcement and to the best of its knowledge, information and belief, each of the Purchasers and its ultimate beneficial owners (where applicable) are independent with each other and are third parties independent of and not connected with the Company and its connected persons (as defined in the Listing Rules).

Immediately prior to Completion, Yao Capital Limited held 1,320,000,000 Shares, representing approximately 66.0% of the total issued share capital of the Company. Each of the Purchasers did not hold any Shares immediately before Completion.

Immediately following the Completion, Yao Capital Limited held 1,038,500,000 Shares, representing approximately 51.9% of the total issued share capital of the Company. As at the date of this announcement, Yao Capital Limited remained as a controlling shareholder (as defined in the Listing Rules) of the Company and the largest shareholder of the Company.

The Board does not expect that the Disposals will have any material adverse effect on the operations of the Company and its subsidiaries.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.

By order of the Board
SEM Holdings Limited
Yao Shuobin

Chairman and non-executive Director

Hong Kong, 14 April, 2026

As at the date of this announcement, the Board comprises one executive Director, namely, Mr. Wan Man Keung; one non-executive Director, namely Mr. Yao Shuobin; and three independent non-executive Directors, namely, Dr. Huang Mingxin, Dr. Zang Yunzhi and Mr. Gavin JL Feng.