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UNIVERSAL TECHNOLOGIES HOLDINGS LIMITED

環球實業科技控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1026)

MAJOR DISPOSAL AND CONNECTED TRANSACTION IN RELATION TO THE DISPOSAL OF 49% OF THE EQUITY INTEREST IN QINGHUI PROPERTIES LIMITED

THE DISPOSAL

The Board announces that on 5 June 2026 (after trading hours of the Stock Exchange), the Company, the Vendor (an indirect wholly-owned subsidiary of the Company), the Purchaser and the Target Company entered into the Sale and Purchase Agreement, pursuant to which the Vendor conditionally agreed to sell, and the Purchaser conditionally agreed to acquire, the Sale Shares for the Consideration of RMB8.5 million (equivalent to approximately HK\$9.8 million).

IMPLICATIONS UNDER THE LISTING RULES

As the highest applicable percentage ratio calculated in accordance with the Listing Rules in respect of the Disposal exceeds 25% but is less than 75%, the Disposal constitutes a major disposal for the Company and is subject to reporting, announcement, circular, and Shareholders' approval requirements under Chapter 14 of the Listing Rules.

As at the date of this announcement, (a) the Target Company is owned as to 49% by the Vendor and as to 51% by the Purchaser; (b) the Purchaser is wholly, ultimately and beneficially owned by Ms. Zhu and her spouse; and (c) Ms. Zhu is an executive Director and a substantial Shareholder deemed to be interested in 1,561,140,000 Shares (representing approximately 28.32% of the issued share capital of the Company), which comprise (i) 961,140,000 Shares directly held by Ever City (wholly-owned by Affluent Vast, which is in turn wholly-owned by Ms. Zhu); and (ii) 600,000,000 Shares held by Eastcorp (wholly-owned by Ever City). The Purchaser is therefore considered as a connected person of the Company. The Disposal constitutes a connected transaction for the Company and is subject to reporting, announcement, circular, and Independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

EGM

The EGM will be convened and held for the Independent Shareholders to consider and, if thought fit, approve the Disposal Resolution.

In accordance with the Listing Rules, Ms. Zhu and her associates (including Ever City and Eastcorp) will be required to abstain from voting on the Disposal Resolution. To the best knowledge, information and belief of the Directors having made all reasonable enquiries, save for Ever City and Eastcorp, no other Shareholder has a material interest in or is involved in or interested in the Disposal, and will be required to abstain from voting on the Disposal Resolution at the EGM.

INDEPENDENT BOARD COMMITTEE AND INDEPENDENT FINANCIAL ADVISER

The Independent Board Committee, comprising all the independent non-executive Directors, namely Mr. Yeung Kin Chung Clifton, M.H., Mr. Chao Pao Shu George and Mr. Chai Chung Wai, has been established to advise the Independent Shareholders regarding the terms of the Sale and Purchase Agreement and the transactions contemplated thereunder. The Independent Financial Adviser will be appointed by the Company to advise the Independent Board Committee and the Independent Shareholders in this regard.

DISPATCH OF CIRCULAR

A circular containing, among other things, the details of the Disposal, the principal terms of the Sale and Purchase Agreement, the financial information of the Group and the Target Group, a letter of advice from the Independent Board Committee to the Independent Shareholders in relation to the Disposal, a letter of advice from the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders in relation to the Disposal, the notice of the EGM and other information as required under the Listing Rules will be dispatched to the Shareholders. As additional time is required to prepare and finalise certain information to be included in the circular, particularly the financial information of the Target Group, it is expected that the circular will be dispatched to the Shareholders on or before 31 July 2026.

Completion is conditional upon the satisfaction of the Conditions set out in the paragraph headed “Conditions Precedent” under the section headed “THE SALE AND PURCHASE AGREEMENT” in this announcement, including the passing of the Disposal Resolution by the Independent Shareholders at the EGM. Accordingly, the Disposal may or may not proceed. Shareholders and potential investors should exercise caution when dealing in the securities of the Company.

THE DISPOSAL

The Board announces that on 5 June 2026 (after trading hours of the Stock Exchange), the Company, the Vendor (an indirect wholly-owned subsidiary of the Company), the Purchaser and the Target Company entered into the Sale and Purchase Agreement, pursuant to which the Vendor conditionally agreed to sell, and the Purchaser conditionally agreed to acquire, the Sale Shares for the Consideration of RMB8.5 million (equivalent to approximately HK\$9.8 million).

The Sale and Purchase Agreement

The principal terms of the Sale and Purchase Agreement are summarized as below:

Date: 5 June 2026 (after trading hours of the Stock Exchange)

Parties: (i) the Company;
(ii) the Vendor;
(iii) the Purchaser; and
(iv) the Target Company.

As at the date of this announcement, (i) the Target Company is owned as to 49% by the Vendor and as to 51% by the Purchaser; (ii) the Vendor is a company incorporated in the PRC with limited liability whose scope of business includes the provision of consultancy services, and an indirect wholly-owned subsidiary of the Company acting as the holding company of various PRC entities of the Group; (iii) the Purchaser is a joint stock limited company incorporated in the PRC whose scope of business includes investment and the provision of consultancy services, and is wholly, ultimately and beneficially owned by Ms. Zhu and her spouse Mr. Yang; and (iv) Ms. Zhu is an executive Director and, through her controlled corporations Affluent Vast, Ever City and Eastcorp, is a substantial Shareholder deemed to be interested in 1,561,140,000 Shares, representing approximately 28.32% of the issued share capital of the Company.

Subject Matter

Pursuant to the Sale and Purchase Agreement, the Vendor conditionally agreed to sell, and the Purchaser conditionally agreed to acquire, the Sale Shares for the Consideration of RMB8.5 million (equivalent to approximately HK\$9.8 million).

As at the date of this announcement, the Target Group is principally engaged in the supply of pipelined water in Qingcheng District of Qingyuan City, Guangdong Province, the PRC, together with related customer services such as water quality inspection, water pipe repairs and maintenance, and water meter maintenance and replacement.

Consideration

The Consideration for the Disposal is RMB8.5 million (equivalent to approximately HK\$9.8 million), which shall be paid by the Purchaser to the Vendor (or its designated nominees as it may direct) in cash upon the Completion.

The Consideration was determined after arm's length negotiations between the Vendor and the Purchaser with reference to, among other things, (i) the business nature and prospects of the Target Group as set out in the section headed "REASONS FOR AND BENEFITS OF THE DISPOSAL" below; and (ii) the financial position of the Target Group as at 31 December 2025. The Directors (excluding Ms. Zhu who abstained in voting due to her material interest in the Disposal and excluding the independent non-executive Directors who will express their opinion after considering the advice of the Independent Financial Adviser) consider that the Consideration is fair and reasonable and in the interests of the Company and the Shareholders as a whole.

Conditions Precedent

Completion is conditional upon the fulfillment or waiver (as the case may be) of the Conditions as set forth below:

- (a) the Purchaser having completed the due diligence over the Target Group and being satisfied with its results in its absolute discretion;
- (b) all warranties given by the Vendor and the Purchaser being true, accurate and not misleading at all times between the date of the Sale and Purchase Agreement and the Completion Date;
- (c) the Vendor having obtained all necessary or appropriate internal and third-party(ies) consents, confirmations, waivers or approvals (if any) (other than those set out in paragraph (d) below), all waiting periods under any laws of the relevant jurisdictions having expired or terminated and all applicable statutory and legal obligations having been complied with the entering into and the implementation of the Sale and Purchase Agreement and the transactions contemplated thereunder; and
- (d) the Company having obtained the Independent Shareholders' approval at the EGM for the Sale and Purchase Agreement and the transactions contemplated in accordance with the Listing Rules.

Save for the condition (d) above which cannot be waived by any party in any event, all other conditions precedent could be waived at the absolute discretion of the Purchaser.

As at the date of this announcement, none of the Conditions has been fulfilled.

The Long Stop Date for the fulfillment or waiver of the Conditions is 31 August 2026 (or such later date as the parties may agree in writing). If any of the Conditions are not fulfilled or waived on or before the Long Stop Date, the Sale and Purchase Agreement shall terminate, and no party shall have any claim in relation to the Sale and Purchase Agreement (without prejudice to the rights of any party in respect of antecedent breaches).

Completion

Subject to fulfillment or waiver (as the case may be) of all the Conditions, Completion shall take place on the Completion Date, i.e. within six weeks after the satisfaction of the Conditions, or such later date as may be agreed by the parties in writing prior to Completion. At Completion, upon the receipt of the Consideration by the Vendor in full, the Vendor shall transfer the Sale Shares to the Purchaser (or any nominees as the Purchaser may in its absolute discretion direct).

Information of the Target Group

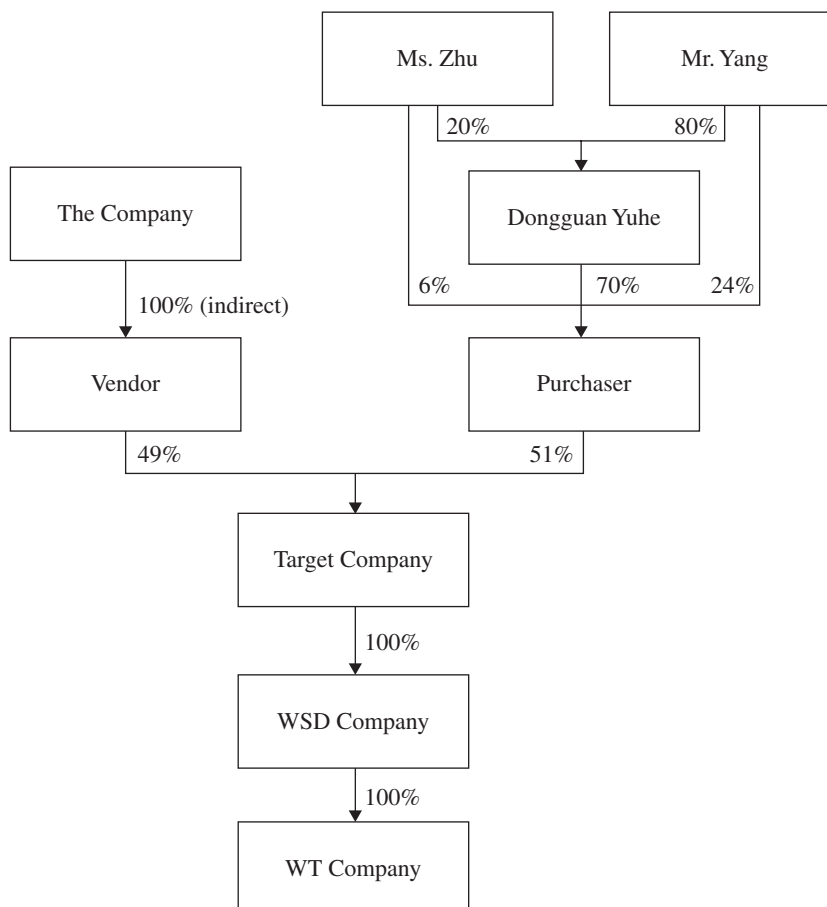
The Target Company is a company incorporated in the PRC with limited liability, which is directly owned as to 49% by the Vendor and as to 51% by the Purchaser. The principal business activity of the Target Company is the holding of the entire equity interest in WSD Company.

WSD Company is a company incorporated in the PRC with limited liability and a wholly-owned subsidiary of the Target Company. WSD Company is principally engaged in the supply of pipelined water in Qingcheng District of Qingyuan City, Guangdong Province, the PRC.

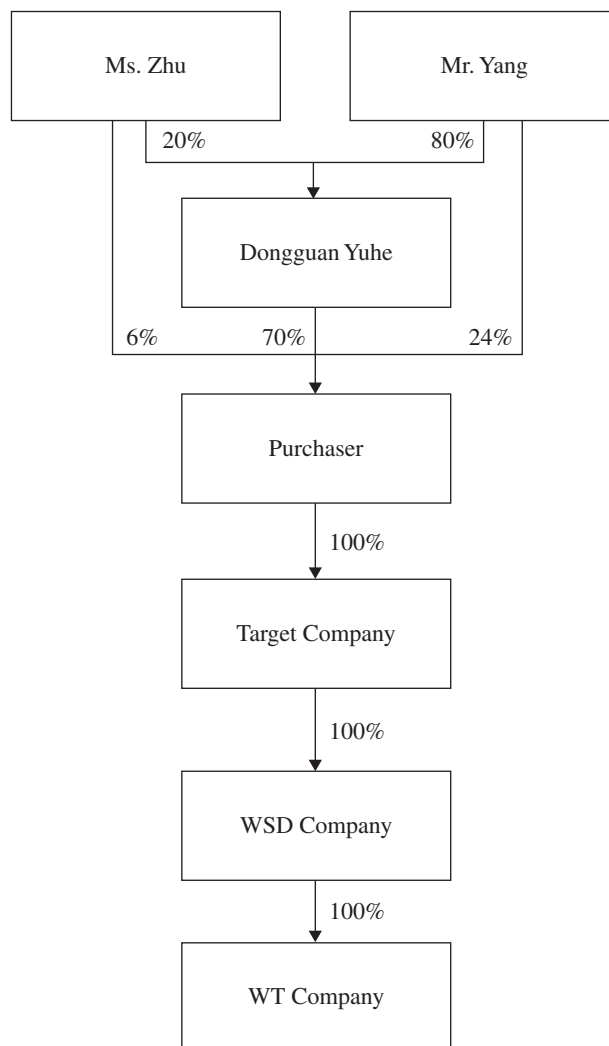
WT Company is a company incorporated in the PRC with limited liability and a wholly-owned subsidiary of WSD Company. WT Company is principally engaged in the provision of water quality testing services.

Group structure of the Target Group

(i) The shareholding structure of the Target Group immediately prior to Completion and as at the date of this announcement is as follows:



(ii) The shareholding structure of the Target Company immediately after Completion is as follows:



Financial information of the Target Group

The unaudited financial information of the Target Group for the year ended 31 December 2023, the eighteen months ended 30 June 2025 and the six months ended 31 December 2025 is set out as below:

| | For the year ended 31 December 2023 | For the eighteen months ended 30 June 2025 | For the six months ended 31 December 2025 |
|----------------------------|--|---|--|
| | <i>(HK\$'000)</i> | <i>(HK\$'000)</i> | <i>(HK\$'000)</i> |
| | (unaudited) | (unaudited) | (unaudited) |
| Turnover | 241,800 | 333,668 | 113,610 |
| (Loss) before taxation | (61,745) | (134,737) | (25,629) |
| (Loss) for the year/period | (64,662) | (132,963) | (42,520) |

As at 31 December 2025, the unaudited total assets and net (liabilities) of the Target Group were approximately HK\$589.68 million and approximately HK\$(626.86) million, respectively.

Financial effect of the Disposal

Following Completion, all the members of the Target Group will cease to be subsidiaries of the Company, and the results and assets and liabilities of the Target Group will no longer be consolidated to the financial statements of the Group.

Based on preliminary assessment, the Company is expected to record a gain on disposal of approximately HK\$308.01 million in the statement of profit or loss, which represents the difference between the Consideration for the Disposal and 49% of the unaudited consolidated net liabilities of the Target Group as at 31 December 2025, before deducting transaction costs associated with the Disposal such as professional fees, tax and expenses. Shareholders should note that the above figures are for illustrative purpose only, and the actual figures may be materially different from the above as they can only be determined after the finalization of the financial statements of the Target Group as at Completion and after the review by the Group's auditors during the course of the next audit.

Reasons for and benefits of the Disposal

The Group is principally engaged in (i) the supply of pipelined water, together with related customer services such as water quality inspection, water pipe repairs and maintenance, and water meter maintenance and replacement (the “**Water Supply Business**”); (ii) property investment and development in the PRC and overseas (the “**Property Business**”); and (iii) the provision of financial services (the “**Financial Business**”). So far as the Water Supply Business is concerned, the Target Group and the Remaining Group own and operate water pipeline networks connecting and providing services in Qingcheng District and Qingxin District of Qingyuan City, respectively.

As disclosed in the Company's announcement dated 3 March 2020 (the “**Cessation Notice Announcement**”), WSD Company received a cessation notice (the “**Cessation Notice**”) issued by the Water Resources Bureau of Qingyuan City (the “**Bureau**”) on 3 March 2020, pursuant to which the Bureau notified WSD Company of the decision of the People's Government of Qingyuan City (the “**Qingyuan Government**”) to stop the water intake of Qixinggang Water Plant operated by WSD Company with effect from 4 March 2020 and to commence full water intake of another water plant designated by Qingyuan Government (the “**Government-designated Water Plant**”). Due to the much higher water costs imposed by the Government-designated Water Plant as compared to the Group's own production costs before the Cessation Notice, the Group's Water Supply Business has suffered from severe loss-making, accumulating an aggregate loss of approximately HK\$405.88 million between 1 January 2020 and 31 December 2025.

As disclosed in the Cessation Notice Announcement and the previous results announcements and financial reports of the Company, since October 2020, WSD Company received various writs of civil claim from the Government-designated Water Plant alleging to claim against WSD Company the “cost of water supply” for various time periods. WSD Company has now received civil judgments from the Intermediate People’s Court of Qingyuan, Guangdong Province (the “**Qingyuan Court**”), ordering WSD Company to pay water charges, plus overdue interest accruing at the rate of 1-year term loan market quoted interest rate, litigation and related charges (collectively, the “**Ancillary Charges**”), to the Government-designated Water Plant. Up to 31 December 2025, WSD Company received five writs of civil claims from the Government-designated Water Plant for total alleged water costs of approximately RMB483.3 million, plus total alleged Ancillary Charges of approximately RMB39.1 million, of which approximately RMB169.1 million was already settled. For the sake of prudence, the Group had already made provisions, principally reflected in its trade payables (as regards the alleged water costs) and other payable (as regards the Ancillary Costs) since the issue of the Cessation Notice, on the basis of its own estimation of the costs of water supply, pending the resolution of the relevant disputes and litigations (the “**Disputes and Litigations**”) with (inter alia) the Government-designated Water Plant. Such estimations are adjusted from time to time in accordance with the water quantity and judgments rendered by the Qingyuan Court. As at 31 December 2025, (i) the Group’s trade payables arising from the Water Supply Business (the “**Trade Payables arising from Water Business**”) amounted to approximately HK\$525.33 million, of which approximately HK\$511.40 million represented water costs (and provisions made therefor) which are still subject to the Disputes and Litigations; and (ii) included in deposits received, other payable and accruals was compensation of approximately HK\$24.11 million payable as a result of civil judgments rendered by the Qingyuan Court in litigation with the same supplier/plaintiff (the “**Other Payable arising from Ancillary Charges**”).

Apart from seeking legal advice to uphold its position in the Disputes and Litigations, the Group was also in negotiation with the Government-designated Water Plant with the view to exploring the possibility of reaching an amicable resolution of the Disputes and Litigations. However, as disclosed in the Company’s quarterly update announcement dated 31 March 2026, such negotiation was still ongoing and no binding agreement has been concluded or reached with the counterparty at this stage.

The Directors consider that the Disposal represents a good opportunity for the Group to (i) reduce the Group’s risks exposures arising from the Disputes and Litigations; (ii) cease the adverse impact of high water costs sought to be charged by the Government-designated Water Plant on the Group’s profitability; and (iii) deconsolidate the Trade Payables arising from Water Business and Other Payable arising from Ancillary Charges, both presently classified as current liabilities, from the Group’s consolidated financial statements, thereby substantially improving the Group’s net assets and net current assets/(liabilities) positions. The Directors further note that the Disposal only involves the disposal of part, but not all, of the Group’s Water Supply Business, and that the Remaining Group shall continue to run its business of water supply in Qingxin District via the Remaining Water Group which, together with the Property Business and the Finance Business, are viable, sustainable and of substantial level of operations and asset value.

Having considered the factors above, the Directors (excluding Ms. Zhu who abstained in voting due to her material interest in the Disposal and excluding the independent non-executive Directors who will express their opinion after considering the advice of the Independent Financial Adviser) are of the view that the terms of the Sale and Purchase Agreement are on normal commercial terms and are fair and reasonable, and that the entering into of the Sale and Purchase Agreement is in the interests of the Company and Shareholders as a whole. Due to the shareholding of Ms. Zhu and her spouse in the Purchaser, she was considered to have a material interest in the Disposal and has abstained from voting on the Board resolution(s) approving the Disposal. The Board intends to apply the Consideration (after deducting costs related to the transaction) for the Group's general working capital, including the payment of office overheads, rental and staff expenses, and professional fees.

The Remaining Group

Prior to the Completion, the Group is presently providing water supply and related services in two districts in Qingyuan City, namely: (a) Qingcheng District, via the Target Group; and (b) Qingxin District, via the Remaining Water Group. Each of these sub-groups has its own filtering plant, pipeline network, customer base, management team and staff team, capable of operating on standalone basis. By way of illustration, the Target Group and the Remaining Water Group: (a) had approximately 265,000 and 106,000 customer accounts, respectively, as at 30 June 2025; and (b) had 251 and 135 staff headcounts, respectively, as at 30 June 2025. Although the two sub-groups have arranged for inter-connection of water networks with the view to leveling water pressure, supply and demand under the supervision and guidance of local water authorities, each sub-group also has its own river water source. The Disposal is not expected to adversely affect the normal operations of the Remaining Group.

IMPLICATIONS UNDER THE LISTING RULES

As the highest applicable percentage ratio calculated in accordance with the Listing Rules in respect of the Disposal exceeds 25% but is less than 75%, the Disposal constitutes a major disposal for the Company and is subject to reporting, announcement, circular, and Shareholders' approval requirements under Chapter 14 of the Listing Rules.

As at the date of this announcement, (a) the Target Company is owned as to 49% by the Vendor and as to 51% by the Purchaser; (b) the Purchaser is wholly, ultimately and beneficially owned by Ms. Zhu and her spouse; and (c) Ms. Zhu is an executive Director and a substantial Shareholder deemed to be interested in 1,561,140,000 Shares (representing approximately 28.32% of the issued share capital of the Company), which comprise (i) 961,140,000 Shares directly held by Ever City (wholly-owned by Affluent Vast, which is in turn wholly-owned by Ms. Zhu); and (ii) 600,000,000 Shares held by Eastcorp (wholly-owned by Ever City). The Purchaser is therefore considered as a connected person of the Company. The Disposal constitutes a connected transaction for the Company and is subject to reporting, announcement, circular, and Independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

EGM

The EGM will be convened and held for the Independent Shareholders to consider and, if thought fit, approve the Disposal Resolution.

In accordance with the Listing Rules, Ms. Zhu and her associates (including Ever City and Eastcorp) will be required to abstain from voting on the Disposal Resolution. To the best knowledge, information and belief of the Directors having made all reasonable enquiries, save for Ever City and Eastcorp, no other Shareholder has a material interest in or is involved in or interested in the Disposal, and will be required to abstain from voting on the Disposal Resolution at the EGM.

INDEPENDENT BOARD COMMITTEE AND INDEPENDENT FINANCIAL ADVISER

The Independent Board Committee, comprising all the independent non-executive Directors, namely Mr. Yeung Kin Chung Clifton, M.H., and Mr. Chao Pao Shu George and Mr. Chai Chung Wai, has been established to advise the Independent Shareholders regarding the terms of the Sale and Purchase Agreement and the transactions contemplated thereunder. The Independent Financial Adviser will be appointed by the Company to advise the Independent Board Committee and the Independent Shareholders in this regard.

DISPATCH OF CIRCULAR

A circular containing, among other things, the details of the Disposal, the principal terms of the Sale and Purchase Agreement, the financial information of the Group and the Target Group, a letter of advice from the Independent Board Committee to the Independent Shareholders in relation to the Disposal, a letter of advice from the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders in relation to the Disposal, the notice of the EGM and other information as required under the Listing Rules will be dispatched to the Shareholders. As additional time is required to prepare and finalise certain information to be included in the circular, particularly the financial information of the Target Group, it is expected that the circular will be dispatched to the Shareholders on or before 31 July 2026.

Completion is conditional upon the satisfaction of the Conditions set out in the paragraph headed “*Conditions Precedent*” under the section headed “*THE SALE AND PURCHASE AGREEMENT*” in this announcement, including the passing of the Disposal Resolution by the Independent Shareholders at the EGM. Accordingly, the Disposal may or may not proceed. Shareholders and potential investors should exercise caution when dealing in the securities of the Company.

DEFINITIONS

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

| | |
|-----------------------|--|
| “Affluent Vast” | Affluent Vast Holdings Limited, a company incorporated in the British Virgin Islands with limited liability and wholly and beneficially owned by Ms. Zhu |
| “associate(s)” | having the meaning ascribed thereto under the Listing Rules |
| “Board” | the board of Directors |
| “Company” | Universal Technologies Holdings Limited, a company incorporated in the Cayman Islands with limited liability whose issued Shares are listed on the Main Board of the Stock Exchange (stock code: 1026) |
| “Completion” | completion of the Disposal in accordance with the terms and conditions of the Sale and Purchase Agreement |
| “Completion Date” | the date of Completion, being the date within six weeks after the satisfaction of the Conditions, or such later date as may be agreed by the parties in writing prior to Completion |
| “Conditions” | the conditions precedent to Completion as contained in the Sale and Purchase Agreement and summarized in the paragraph headed “Conditions Precedent” under the section headed “THE SALE AND PURCHASE AGREEMENT” in this announcement |
| “connected person(s)” | having the meaning ascribed thereto under the Listing Rules |
| “Consideration” | the total consideration in respect of the Disposal in the amount of RMB8.5 million (equivalent to approximately HK\$9.8 million) payable by the Purchaser to the Vendor in cash at Completion |
| “Dongguan Yuhe” | 東莞市裕和實業有限公司 (Dongguan Yuhe Industrial Co., Ltd.*), a company incorporated in the PRC with limited liability owned as to 20% by Ms. Zhu and 80% by Mr. Yang |
| “Director(s)” | the director(s) of the Company |
| “Disposal” | the disposal of the Sale Shares by the Vendor to the Purchaser pursuant to, and (where applicable) the transactions contemplated by, the Sale and Purchase Agreement |

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| “Disposal Resolution” | the resolution(s) to be proposed and put to vote by the Independent Shareholders at the EGM approving, among other things, the entering into of the Sale and Purchase Agreement and the transactions contemplated thereunder |
| “Eastcorp” | Eastcorp International Limited (博舜國際有限公司), a company incorporated in the British Virgin Islands with limited liability and wholly and beneficially owned by Ever City |
| “EGM” | the extraordinary general meeting of the Company to be convened and held for the Independent Shareholders to consider and, if thought fit, to approve the Sale and Purchase Agreement and the transactions contemplated thereunder |
| “Ever City” | Ever City Industrial Development Limited (永城實業發展有限公司), a company incorporated in Hong Kong with limited liability and wholly and beneficially owned by Affluent Vast |
| “Group” | the Company and its subsidiaries |
| “Hong Kong” | the Hong Kong Special Administrative Region of the PRC |
| “Independent Board Committee” | an independent board committee of the Company, comprising all independent non-executive Directors, namely, Mr. Yeung Kin Chung Clifton, M.H., Mr. Chao Pao Shu George and Mr. Chai Chung Wai, which was established by the Board for the purpose of advising the Independent Shareholders as to whether the terms of the Sale and Purchase Agreement and the transactions contemplated thereunder are fair and reasonable, and make recommendations as to voting |
| “Independent Financial Adviser” | the independent financial adviser to be appointed by the Independent Board Committee to advise the Independent Board Committee and the Independent Shareholders as to whether the terms of the Sale and Purchase Agreement and the transactions contemplated thereunder are fair and reasonable, and make recommendations as to voting |
| “Independent Shareholder(s)” | Shareholders other than Ms. Zhu and her associates, including Ever City and Eastcorp |
| “Listing Rules” | the Rules Governing the Listing of Securities on the Stock Exchange |

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|-------------------------------|---|
| “Long Stop Date” | the long stop date for the fulfillment or waiver of the Conditions, i.e., 31 August 2026, or such later date as agreed by the Vendor and the Purchaser in writing |
| “Mr. Yang” | Mr. Yang Zhimao (楊志茂), being the spouse of Ms. Zhu |
| “Ms. Zhu” | Ms. Zhu Fenglian (朱鳳廉), an executive Director and a substantial Shareholder |
| “PRC” | the People’s Republic of China |
| “Purchaser” | 東莞市弘舜劭和發展股份有限公司 (Dongguan Hongshun Shaohe Development Co., Ltd.*), a joint stock limited company incorporated in the PRC |
| “Remaining Group” | all the companies under the Group excluding the Target Group |
| “Remaining Water Group” | all the companies engaged in the water supply business under the Group excluding the Target Group |
| “Sale and Purchase Agreement” | the sale and purchase agreement dated 5 June 2026 entered into between the Company, the Vendor, the Purchaser and the Target Company in relation to the Disposal |
| “Sale Shares” | 49% of the equity interest of the Target Company owned by the Vendor prior to the Disposal |
| “Share(s)” | ordinary share(s) of HK\$0.01 each in the issued share capital of the Company |
| “Shareholder(s)” | holder(s) of the Share(s) |
| “Stock Exchange” | The Stock Exchange of Hong Kong Limited |
| “substantial shareholder(s)” | having the meaning ascribed thereto under the Listing Rules |
| “Target Company” | Qinghui Properties Limited (東莞市擎璿置業有限公司), a company incorporated in the PRC with limited liability, which is owned as to 49% by the Vendor and as to 51% by the Purchaser |
| “Target Group” | the Target Company and its subsidiaries |

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| “Vendor” | 深圳市環業環球科技有限公司 (Shenzhen Huanye Universal Technologies Limited*), an indirect wholly-owned subsidiary of the Company incorporated in the PRC with limited liability |
| “WSD Company” | 清遠市供水拓展有限責任公司 (Qingyuan Water Supply Development Company Limited*), a direct wholly-owned subsidiary of the Target Company incorporated in the PRC with limited liability |
| “WT Company” | 清遠市錦誠水質檢測有限公司 (Qingyuan Jincheng Water Testing Company Limited*), an indirect wholly-owned subsidiary of the Target Company incorporated in the PRC with limited liability |
| “HK\$” | Hong Kong dollars, the lawful currency of Hong Kong |
| “RMB” | Renminbi, the lawful currency of the PRC |
| “%” | per cent |

In this announcement, amounts denominated in RMB have been converted into HK\$ at the exchange rates of: (i) HK\$100 = RMB86.4727 for figures prevailing as at the present date; and (ii) HK\$100 = RMB89.9944 for figures prevailing as at 31 December 2025. No representation is made that any amounts in RMB were, could be or could have been converted into HK\$ at such rates or at all at any rates.

By order of the Board
UNIVERSAL TECHNOLOGIES HOLDINGS LIMITED
Chen Jinyang
Chairman and Chief Executive Officer

Hong Kong, 5 June 2026

As at the date of this announcement, the Board of Directors of the Company comprises three executive Directors namely Mr. Chen Jinyang (Chairman and Chief Executive Officer), Ms. Zhu Fenglian and Mr. Xuan Zhensheng; one non-executive Director namely Mr. Chen Lang; and three independent non-executive Directors namely Mr. Yeung Kin Chung Clifton, M.H., Mr. Chao Pao Shu George and Mr. Chai Chung Wai.

* *For identification purpose only*