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BAGUIO GREEN GROUP LIMITED

碧瑤綠色集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1397)

DISCLOSEABLE TRANSACTION ACQUISITION OF PROPERTY

The Board wishes to announce that on 10 July 2025, the Purchaser, an indirect wholly-owned subsidiary of the Company, entered into the Agreement with the Vendor, pursuant to which the Purchaser agreed to acquire, and the Vendor agreed to sell the Property at a consideration of HK\$18,600,000.00.

As one or more of the applicable percentage ratios (as defined under the Listing Rules) calculated pursuant to Rule 14.07 of the Listing Rules in respect of the Acquisition are above 5% but less than 25%, the Acquisition constitutes a discloseable transaction of the Company under Chapter 14 of the Listing Rules and is therefore subject to the reporting and announcement requirements under the Listing Rules.

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THE AGREEMENT

The principal terms of the Agreement agreed by the parties are summarized below:

Date: 10 July 2025

Parties:

- (1) the Purchaser, Baguio Cleaning Services Company Limited, a company incorporated in Hong Kong with limited liability and an indirect wholly-owned subsidiary of the Company; and
- (2) the Vendor, Charm Hill Enterprises Limited, a company incorporated in Hong Kong with limited liability.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, (i) the Vendor is principally engaged in investment; and (ii) the Vendor and its ultimate beneficial owners (i.e. as to 50% by an individual named LO Chor Cheong, Colin and as to 50% by an individual named TUNG Oi Lai, Alice) are Independent Third Parties.

Subject matter: The Property to be acquired is Unit F, 4th Floor, Dragon Industrial Building, No. 93 King Lam Street, Kowloon, Hong Kong. The Property is an industrial property with a total gross floor area of approximately 5,679 square feet.

Consideration of the Acquisition: The Consideration for the Acquisition is HK\$18,600,000.00 which shall be paid by the Purchaser to the Vendor as follows:

- (i) an initial deposit in the aggregate of HK\$558,000.00 has been paid on 16 June 2025;
- (ii) a further sum in the aggregate of HK\$1,302,000.00 has been paid on 24 June 2025; and

- (iii) the remaining balance of the Consideration in the sum of HK\$16,740,000.00 shall be paid upon Completion which is scheduled to take place on 15 September 2025.

Basis of the Consideration: The Consideration was determined after arms' length negotiations on normal commercial terms between the Purchaser and the Vendor with reference to, among others, the current market value of the Property. The Consideration will be financed by internal resources.

Completion: Completion shall take place on 15 September 2025.

INFORMATION OF THE GROUP AND THE PURCHASER

The Group and the Purchaser are principally engaged in the provision of cleaning and environmental services. The Purchaser is a limited liability company incorporated in Hong Kong, and it is an indirect wholly-owned subsidiary of the Company.

REASONS FOR AND BENEFITS OF THE ACQUISITION

To support the Group's business development and expansion, given that the Property is located within walking distance and on the same floor as the principal place of business of the Group, the Directors consider that the purchase of the Property is beneficial to the Group by providing additional stable office space for the Group. The Property is intended to be held by the Group for its own use as office and administrative purposes.

In view of the above, the Directors are of the view that the terms of the Agreement are fair and reasonable and on normal commercial terms, and the entering into the Agreement is in the interests of the Company and the Shareholders as a whole.

LISTING RULES IMPLICATIONS

As one or more of the applicable percentage ratios (as defined under the Listing Rules) calculated pursuant to Rule 14.07 of the Listing Rules in respect of the Acquisition are above 5% but less than 25%, the Acquisition constitutes a discloseable transaction of the Company under Chapter 14 of the Listing Rules and is therefore subject to the reporting and announcement requirements under the Listing Rules.

DEFINITION

In this announcement, unless the context otherwise requires, the following terms shall have the meanings as set out below:

“Acquisition”	the acquisition of the Property by the Purchaser from the Vendor pursuant to the Agreement
“Agreement”	the agreement dated 10 July 2025 entered into between the Vendor and the Purchaser in relation to the sale and purchase of the Property
“Board”	the board of Directors from time to time
“Company”	Baguio Green Group Limited (碧瑤綠色集團有限公司), a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the main board of the Stock Exchange (stock code: 1397)
“Completion”	the completion of the Acquisition
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Consideration”	total consideration for the Acquisition, being HK\$18,600,000.00
“Director(s)”	the director(s) of the Company
“Group”	the Company and its subsidiaries from time to time
“HK\$”	Hong Kong dollar(s), the lawful currency of Hong Kong
“Independent Third Party(ies)”	party or parties that, to the best of the Directors’ knowledge, information and belief, having made all reasonable enquiries, is or are not the Group’s connected person(s), within the meaning of the Listing Rules

“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange, as amended, supplemented or otherwise modified from time to time
“percentage ratios”	has the same meaning ascribed to it under the Listing Rules
“Property”	Unit F, 4th Floor, Dragon Industrial Building, No. 93 King Lam Street, Kowloon, Hong Kong
“Purchaser”	Baguio Cleaning Services Company Limited, a company incorporated in Hong Kong with limited liability and an indirect wholly-owned subsidiary of the Company
“Share(s)”	the ordinary share(s) of the Company
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiary(ies)”	has the meaning ascribed to it under the Listing Rules
“Vendor”	Charm Hill Enterprises Limited, a company incorporated in Hong Kong with limited liability, an Independent Third Party
“%”	per cent

By order of the Board of
Baguio Green Group Limited
Ng Wing Hong
Chairman

Hong Kong, 18 July 2025

As at the date of this announcement, the Board comprises Mr. Ng Wing Hong, Ms. Ng Yuk Kwan Phyllis, and Ms. Leung Shuk Ping as executive directors of the Company and Mr. Sin Ho Chiu, Mr. Lau Chi Yin Thomas, Professor Cheng Edwin Tai Chiu and Mr. Chan Kin Kan as independent non-executive directors of the Company.