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L.V.E.P. HOLDINGS LIMITED

(Incorporated in the BVI with limited liability)

MS GROUP HOLDINGS LIMITED

萬成集團股份有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1451)

JOINT ANNOUNCEMENT

**FURTHER DELAY IN DESPATCH OF COMPOSITE DOCUMENT
RELATING TO MANDATORY UNCONDITIONAL CASH OFFERS BY
RAINBOW CAPITAL (HK) LIMITED FOR AND ON BEHALF OF L.V.E.P.
HOLDINGS LIMITED TO ACQUIRE ALL THE ISSUED SHARES OF, AND
TO CANCEL ALL THE OUTSTANDING OPTIONS OF,
MS GROUP HOLDINGS LIMITED (OTHER THAN THE EXCLUDED
SHARES AND THE EXCLUDED OPTIONS)**

Financial adviser and offer agent to the Offeror



Independent Financial Adviser to the Independent Board Committee

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References are made to (i) the joint announcement issued by L.V.E.P. Holdings Limited (the “**Offeror**”) and MS Group Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) dated 5 May 2026 pursuant to Rule 3.5 of the Takeovers Code (the “**Joint Announcement**”); and (ii) the joint announcements dated 26 May 2026, 23 June 2026, 14 July 2026 and 28 July 2026 issued by the Offeror and the Company in relation to the delays in despatch of the Composite Document (collectively, the “**Delay Despatch Announcements**”). Unless the context requires otherwise, terms defined in the Joint Announcement shall have the same meanings when used herein.

FURTHER DELAY IN DESPATCH OF THE COMPOSITE DOCUMENT

As disclosed in the Delay Despatch Announcements, the Executive has granted its consent to extend the deadline for the despatch of the Composite Document to a date falling on or before Tuesday, 23 June 2026, which was subsequently extended to dates falling on or before Tuesday, 14 July 2026, Tuesday, 28 July 2026 and Tuesday, 11 August 2026 respectively.

As additional time is required to consider and incorporate the Group’s interim results for the six months ended 30 June 2026 (the “**2026 Interim Results**”), which are scheduled to be published on Wednesday, 19 August 2026, into the Composite Document, the Composite Document cannot be despatched to the Shareholders on or before Tuesday, 11 August 2026. Furthermore, we note that the previous two extensions of the deadline for despatch of the Composite Document to 28 July 2026 and 11 August 2026 fell within the black-out period of the Company that commenced on 20 July 2026. At the time of applying for the extension to 28 July 2026, the exact commencement date of the black-out period had not yet been determined. For the subsequent extension to 11 August 2026, the Company had intended, concurrently, to apply to the Stock Exchange for a waiver (the “**Wavier**”) from strict compliance with the black-out period restrictions as set out in Appendix C3 to the Listing Rules to facilitate the despatch, which application was submitted by the Company on 5 August 2026.

The 2026 Interim Results are considered material and relevant for the Offer Shareholders and Optionholders in evaluating the Offers. Furthermore, additional time is needed to finalise the Composite Document, which includes updating the letter from the Independent Financial Adviser to reflect the latest operating performance and financial position of the Group, and obtaining the requisite reports from the Company’s independent financial adviser and auditors pursuant to Rule 10 of the Takeovers Code.

Accordingly, an application has been made to the Executive pursuant to Rule 8.2 of the Takeovers Code for its consent to further extend the deadline for the despatch of the Composite Document to a date falling on or before Monday, 31 August 2026. By extending the deadline to this date — which follows the scheduled publication of the

2026 Interim Results — the despatch will fall outside the aforementioned black-out period, and accordingly, the Waiver would no longer be required. The Executive has indicated that it is minded to grant its consent for such extension.

Further announcement(s) regarding the despatch of the Composite Document together with the Form(s) of Acceptance will be made by the Offeror and the Company as and when appropriate or in the event of any other changes to the expected timetable.

By order of the board of
L.V.E.P. Holdings Limited
Mr. Chung Kwok Keung Peter
Director

By order of the Board of
MS Group Holdings Limited
Mr. Chau Ching
Chairman and executive Director

Hong Kong, 11 August 2026

As at the date of this joint announcement, the directors of the Offeror are Mr. Chung Kwok Keung Peter and Mr. Chung Leonard Shing Chun. The directors of the Offeror jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the Vendors) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than that expressed by the Directors in their capacity as such) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statements in this joint announcement misleading.

As at the date of this joint announcement, the Board comprises Mr. Chau Ching, Mr. Chung Kwok Keung Peter, Mr. Chung Leonard Shing Chun, Mr. Chau Wai and Ms. Lo Siu Fun Helena as executive Directors; and Mr. Yu Hon To David, Mr. Seto John Gin Chung and Mr. Asvaintra Bhanusak as independent non-executive Directors.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the Offeror) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than that expressed by the directors of the Offeror in their capacity as such) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statements in this joint announcement misleading.