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JUMBO GROWTH TRADING LIMITED

(Incorporated in Samoa with limited liability)



ETS GROUP LIMITED

易通訊集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8031)

JOINT ANNOUNCEMENT

**DESPATCH OF COMPOSITE DOCUMENT
RELATING TO MANDATORY UNCONDITIONAL CASH OFFER BY
DL SECURITIES (HK) LIMITED
FOR AND ON BEHALF OF
JUMBO GROWTH TRADING LIMITED
TO ACQUIRE ALL THE ISSUED SHARES OF
ETS GROUP LIMITED
(OTHER THAN THOSE ALREADY OWNED AND/OR AGREED TO BE
ACQUIRED BY JUMBO GROWTH TRADING LIMITED AND
PARTIES ACTING IN CONCERT WITH IT)**

Joint financial advisers to the Offeror



Independent Financial Adviser to the Independent Board Committee

AMASSE CAPITAL
寶 積 資 本

Amasse Capital Limited

References are made to (i) the joint announcement published by the Offeror and the Company dated 19 January 2026, in relation to, among others, the Sale and Purchase Agreement and the Offer (the “**Rule 3.5 Announcement**”); (ii) the joint announcement published by the Offeror and the Company dated 23 January 2026 to clarify certain matters in the Rule 3.5 Announcement; (iii) the joint announcement published by the Offeror and the Company dated 9 February 2026 in relation to the delay in despatch of the Composite Document; and (iv) the composite offer and response document jointly issued by the Offeror and the Company dated 27 February 2026 in relation to the Offer (the “**Composite Document**”). Unless otherwise stated, terms used in this joint announcement shall have the same meanings as those defined in the Composite Document.

DESPATCH OF COMPOSITE DOCUMENT

The Composite Document containing, among other things, (i) the terms and conditions of the Offer; (ii) the expected timetable in respect of the Offer, (iii) a letter from DL Securities; (iv) a letter from the Board; (v) a letter from the Independent Board Committee; and (vi) a letter from the Independent Financial Adviser containing its advice to the Independent Board Committee in respect of the Offer, together with the accompanying Form of Acceptance, have been despatched to the Independent Shareholders on 27 February 2026 in accordance with the Takeovers Code.

The Composite Document and the accompanying Form of Acceptance are also available on the websites of the Stock Exchange and the Company.

EXPECTED TIMETABLE

The Offer is open for acceptance on and from Friday, 27 February 2026 and the latest time and date for acceptance of the Offer is 4:00 p.m. on Friday, 20 March 2026 unless the Offeror revises or extends the Offer in accordance with the Takeovers Code. The announcement of the results of the Offer will be made by 7:00 p.m. on Friday, 20 March 2026.

The expected timetable set out below is indicative and may be subject to change. Any changes to the timetable will be jointly announced by the Offeror and the Company as and when appropriate. Unless otherwise specified, all times and dates contained in this joint announcement refer to Hong Kong time and dates.

Events	Time and Date
Despatch date of the Composite Document and the accompanying Form of Acceptance (<i>Note 1</i>)	Friday, 27 February 2026
Offer opens for acceptance (<i>Note 1</i>)	Friday, 27 February 2026
Latest time and date for acceptance of the Offer (<i>Notes 2, 3 and 5</i>)	By 4:00 p.m. on Friday, 20 March 2026

Events**Time and Date**

Closing Date (*Notes 3 and 5*) Friday, 20 March 2026

Announcement of the results of the Offer (or its extension or revision, if any) on the website of the Stock Exchange (*Notes 3 and 5*) no later than 7:00 p.m. on Friday, 20 March 2026

Latest date for posting of remittances in respect of valid acceptances received under the Offer (*Notes 4 and 5*) Tuesday, 31 March 2026

Notes:

1. The Offer, which is unconditional in all respects, is made on the date of posting of the Composite Document, and is capable of acceptance on and from that date until 4:00 p.m. on the Closing Date, unless the Offeror decides to revise or extend the Offer in accordance with the Takeovers Code. Acceptances of the Offer shall be irrevocable and not capable of being withdrawn, except in the circumstances set out in the paragraph headed “6. RIGHT OF WITHDRAWAL” in Appendix I to the Composite Document.
2. Beneficial owners of Shares who hold their Shares in CCASS directly as an investor participant or indirectly via a broker or custodian participant should note the timing requirements (as set out in the paragraph headed “1. GENERAL PROCEDURES FOR ACCEPTANCE OF THE OFFER” in Appendix I to the Composite Document) for causing instructions to be made to CCASS in accordance with the General Rules of HKSCC and HKSCC Operational Procedures.
3. In accordance with the Takeovers Code, the Offer must initially be open for acceptance for at least 21 days after the date of the Composite Document. The latest time and date for acceptance of the Offer is 4:00 p.m. on Friday, 20 March 2026 unless the Offeror revises or extends the Offer in accordance with the Takeovers Code. An announcement will be issued jointly by the Offeror and the Company through the website of the Stock Exchange by 7:00 p.m. on the Closing Date stating whether the Offer has been extended, revised or expired. In the event that the Offeror decides to revise or extend the Offer, all Independent Shareholders, whether or not they have already accepted the Offer, will be entitled to accept the revised Offer under the revised terms. The revised Offer must be kept open for at least 14 days after the date of the revised offer document(s) and shall not close earlier than the Closing Date.
4. Remittances in respect of the cash consideration (after deducting the seller’s ad valorem stamp duty) payable for the Offer Shares tendered under the Offer will be despatched to the Independent Shareholders accepting the Offer by ordinary post at their own risk as soon as possible, but in any event no later than seven (7) Business Days after the date of receipt by the Registrar of all relevant documents required to render such acceptance complete and valid in accordance with the Takeovers Code.
5. The latest time and date for acceptance of the Offer and the latest date for posting of remittances for the amounts due under the Offer in respect of valid acceptances will not take effect if there is a tropical cyclone warning signal number 8 or above, or a “black rainstorm warning signal” or “extreme condition” caused by super typhoon, in force in Hong Kong at any local time between 12:00 noon and 4:00 p.m. on the latest date for acceptance of the Offer and the latest date for posting of remittances for the amounts due under the Offer in respect of valid acceptances. In such cases, the latest time for acceptance of the Offer and the posting of remittances will be rescheduled to 4:00 p.m. on the following Business Day which does not have either of those warnings in force in Hong Kong at any time between 12:00 noon and 4:00 p.m.

Save as mentioned above, if the latest time for acceptance of the Offer does not take effect on the date and time as stated above, the other dates mentioned above may be affected. The Offeror and the Company will notify the Independent Shareholders by way of joint announcement(s) on any change to the expected timetable as soon as practicable.

IMPORTANT

The Offer is unconditional in all respects. The Independent Shareholders are strongly advised to read the Composite Document and the accompanying Form of Acceptance carefully, including the recommendation from the Independent Board Committee and the advice from the Independent Financial Adviser to the Independent Board Committee in respect of the Offer, before deciding whether or not to accept the Offer.

The Independent Shareholders and potential investors are advised to exercise caution when dealing in the Shares. Persons who are in doubt as to the action they should take should consult a licensed securities dealer or registered institution in securities, bank manager, solicitor, professional accountant or other professional advisers.

The Offeror and the Company remind their respective associates of the dealing restrictions under the Takeovers Code to disclose their permitted dealings, if any, in any securities of the Company.

By order of the board of director of
Jumbo Growth Trading Limited
Siu Man On
Director

By order of the Board of
ETS Group Limited
Tang Yiu Sing
*Executive Director and
Chief Executive Officer*

Hong Kong, 27 February 2026

As at the date of this joint announcement, the Board comprises Mr. Tang Yiu Sing as Executive Director; and Mr. Wong Kam Tai, Ms. Kwong Yuk Ying and Ms. Tsang Lee Mei as Independent Non-executive Directors.

The Directors jointly and severally accept full responsibility for the accuracy of the information (other than that relating to the Offeror, Mr. Siu and parties acting in concert with any of them) contained in this joint announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed (other than those expressed by the sole director of the Offeror) in this joint announcement 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 statement in this joint announcement misleading.

As at the date of this joint announcement, the sole director of the Offeror is Mr. Siu Man On.

The sole director of the Offeror accepts full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the Group), and confirms, having made all reasonable inquiries, that to the best of his knowledge, opinions expressed (other than those expressed by the Directors) in this joint announcement 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 statement in this joint announcement misleading.

This joint announcement will remain on the “Latest Listed Company Information” page of The Stock Exchange of Hong Kong Limited at www.hkexnews.hk for at least seven days from the date of its posting. This joint announcement will also be published on the Company’s website at <https://www.etsgroup.com.hk>.