森馬 RIMBACO

Aureole Halo Limited
(Incorporated in the Cayman Islands with limited liability)

Rimbaco Group Global Limited
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1953)

JOINT ANNOUNCEMENT

(1) CLOSE OF MANDATORY UNCONDITIONAL CASH OFFER BY CMB INTERNATIONAL CAPITAL LIMITED AND CEB INTERNATIONAL CAPITAL CORPORATION LIMITED FOR AND ON BEHALF OF AUREOLE HALO LIMITED TO ACQUIRE ALL THE ISSUED SHARES OF RIMBACO GROUP GLOBAL LIMITED (OTHER THAN THOSE ALREADY OWNED OR AGREED TO BE ACQUIRED BY AUREOLE HALO LIMITED, ITS ULTIMATE BENEFICIAL OWNERS AND PARTIES ACTING IN CONCERT WITH ANY OF THEM); (2) RESULTS OF THE OFFER; (3) SETTLEMENT OF THE OFFER; AND (4) PUBLIC FLOAT OF THE COMPANY

Joint Financial Advisers to the Offeror

招銀国际 CMB INTERNATIONAL

光銀國際 CEB INTERNATIONAL

Financial Adviser to the Company

八方金融有限公司 OCTAL Capital Limited

Independent Financial Adviser to the Independent Board Committee

中毅資本有限公司 Grand Moore Capital Limited

Reference is made to the composite offer and response document jointly issued by Aureole Halo Limited (the "**Offeror**") and Rimbaco Group Global Limited (the "**Company**") dated 16 June 2026 (the "**Composite Document**"). Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Composite Document.

CLOSE OF THE OFFER

The Offeror and the Company jointly announce that the Offer was closed at 4:00 p.m. on Tuesday, 7 July 2026 and was not revised or extended by the Offeror.

RESULTS OF THE OFFER

As at 4:00 p.m. on Tuesday, 7 July 2026, being the latest time and date for acceptance of the Offer as set out in the Composite Document, the Offeror received valid acceptances in respect of a total of 200,000 Offer Shares under the Offer, representing approximately 0.02% of the total issued share capital of the Company as at the date of this joint announcement.

SETTLEMENT OF THE OFFER

Based on the valid acceptances in respect of 200,000 Offer Shares under the Offer at the Offer Price of HK$0.167 per Offer Share, the total cash consideration payable to the Independent Shareholders who have accepted the Offer is HK$33,400. Remittances in respect of the cash consideration (after deducting the seller's Hong Kong ad valorem stamp duty) payable for the Offer Shares tendered under the Offer will be despatched to the accepting Independent Shareholders 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 (receipt of which renders such acceptance complete and valid) in accordance with the Takeovers Code.

The latest date for posting of the remittances for amounts due under the Offer in respect of the valid acceptances received under the Offer is Thursday, 16 July 2026.

SHAREHOLDING STRUCTURE OF THE COMPANY

Immediately prior to Completion, none of the Offeror, its ultimate beneficial owners and parties acting in concert with any of them owned, controlled or had direction over any Shares or voting rights of the Company or any other relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) of the Company.

Immediately prior to the commencement of the Offer Period, which began on 24 April 2026 with the publication of the Joint Announcement, the Offeror, its ultimate beneficial owners and parties acting in concert with any of them are interested in 945,000,000 Shares, which were acquired pursuant to the Sale and Purchase Agreement, and represented 75% of the total issued share capital of the Company as at the date of this joint announcement.

Immediately after the close of the Offer, taking into account the 4 valid acceptances in respect of the 200,000 Offer Shares tendered under the Offer, representing approximately 0.02% of the total issued share capital of the Company as at the date of this joint announcement as mentioned above and assuming that transfer of these Offer Shares to the Offeror has been completed, the Offeror, its ultimate beneficial owners and parties acting in concert with any of them are interested in 945,200,000 Shares, representing approximately 75.02% of the total issued share capital of the Company as at the date of this joint announcement.

Save as disclosed above, none of the Offeror, its ultimate beneficial owners and parties acting in concert with any of them has (a) held, controlled or directed any Shares or rights over Shares immediately before the commencement of the Offer Period; (b) acquired or agreed to acquire any Shares or rights over Shares during the Offer Period; or (c) borrowed or lent any relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) of the Company during the Offer Period and up to the date of this joint announcement.

The following table sets out the shareholding structure of the Company (i) immediately prior to Completion; (ii) immediately after Completion and prior to commencement of the Offer Period; and (iii) immediately after the close of the Offer (assuming that the transfer to the Offeror of the Offer Shares acquired by the Offeror under the Offer has been completed) and as at the date of this joint announcement:

	Immediately prior to Completion		**Immediately after Completion and prior to commencement of the Offer Period**		**Immediately after the close of the Offer (assuming that transfer to the Offeror of the Offer Shares acquired by the Offeror under the Offer has been completed) and as at the date of this joint announcement**	
	Number of Shares	*Approximate % of issued Shares*	*Number of Shares*	*Approximate % of issued Shares*	*Number of Shares*	*Approximate % of issued Shares*
Offeror and parties acting in concert with it						
– Offeror *(Note 1)*	–	–	945,000,000	75.00	945,200,000	75.02
Vendor *(Note 2)*	945,000,000	75.00	–	–	–	–
Public Shareholder						
Independent Shareholders	315,000,000	25.00	315,000,000	25.00	314,800,000	24.98
Total	1,260,000,000	100.0	1,260,000,000	100.0	1,260,000,000	100.0

Notes:

1. The Offeror is wholly owned by Cheng Tun (Singapore) Holdings Pte. Ltd, which in turn wholly owned by Cheng Tun Group, indirectly wholly owned by Shenzhen Cheng Tun. It is ultimately owned as to 70% by Mr. Yao, 20% by Ms. Yao and 10% by Mr. Chen.

2. The Vendor is beneficially owned as to 40% by Mr. Low Seah Sun, 30% by Ms. Seah Peet Hwah, 20% by Mr. Cheang Wye Keong and 10% by Mr. Lau Ah Cheng.

PUBLIC FLOAT OF THE COMPANY

Immediately after the close of the Offer and as at the date of this joint announcement, assuming that transfer to the Offeror of the Offer Shares acquired by the Offeror under the Offer has been completed, a total of 314,800,000 Shares, representing approximately 24.98% of the total issued share capital of the Company, are held by the public (within the meaning of the Listing Rules). Accordingly, as at the date of this joint announcement, the minimum public float requirement of 25% as set out under Rule 8.08(1)(a) of the Listing Rules is not satisfied.

As disclosed in the Composite Document, the sole director of the Offeror, the new directors to be appointed to the Board of the Company and the Directors have jointly and severally undertaken to the Stock Exchange to take appropriate steps (including but not limited to initiation of placing down) to ensure that sufficient public float exists in the Shares following the close of the Offers.

The Company has already made an application to the Stock Exchange for a temporary waiver from strict compliance with Rule 8.08 of the Listing Rules. The Offeror and the Company will take appropriate steps to restore the required minimum public float as soon as possible following the close of the Offer. Further announcement(s) will be made by the Company regarding the restoration of public float as and when appropriate.

By order of the board of
Aureole Halo Limited
Ms. Peng Weizhen*
Sole Director

By order of the Board of
Rimbaco Group Global Limited
Mr. Low Seah Sun
Chairman

Hong Kong, 7 July 2026

As at the date of this joint announcement, Ms. Peng Weizhen is the sole director of the Offeror; Mr. Yao, Ms. Yao and Mr. Chen are the ultimate beneficial owners of the Offeror. The sole director of the Offeror and all of the ultimate beneficial owners of the Offeror accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the Vendor and the Group) 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 and directors of Vendor 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, Mr. Low Seah Sun, Ms. Seah Peet Hwah, Mr. Cheang Wye Keong and Mr. Lau Ah Cheng, being the ultimate beneficial owners of the Vendor, 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 sole director of the Offeror and 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 executive Directors are Mr. Low Seah Sun, Mr. Low Wui Linn, Ms. Seah Peet Hwah, Mr. Cheang Wye Keong and Mr. Lau Ah Cheng, the non-executive Director is Mr. Tong Kai Tak and the independent non-executive Directors are Mr. Ng Kok Seng, Mr. Wong Chi Wai and Ms. Yeo Chew Yen Mary. 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 its ultimate beneficial owners and the Vendor) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than that expressed by the sole director of the Offeror and directors of Vendor 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.

* *For identification purpose only*