BACUI TECHNOLOGIES INTERNATIONAL LTD.

(Incorporated in Singapore)

(Company Registration Number 199407135Z)

PROPOSED DISPOSAL OF 35% STAKE IN MEIZHOU JIAYIN URBAN OPERATION CO., LTD. (梅州市嘉银城市运营服务有限公司)

The English translated names of the PRC (as defined herein) entities included in this announcement is for identification purposes only. To the extent that there is any inconsistency between the Chinese names of these PRC entities and their English translated names, the Chinese names shall prevail.

1. INTRODUCTION

The Board of Directors (the **"Board"** or the "**Directors**") of Bacui Technologies International Ltd. (the "**Company**", together with the subsidiaries, the "**Group**") wishes to announce that Bacui Talent (Guangdong) Enterprise Service Co., Ltd. (拔萃泰然(广东)企业服务有限公司) ("**BTES**"), an indirectly owned subsidiary incorporated in the People's Republic of China ("**PRC**"), entered into a sale and purchase agreement (the "**SPA**") on 20 October 2026 with Meizhou Hongshun Management Co., Ltd. (梅州市泓顺管理有限公司), formerly known as Meizhou Hongshun Trading Co., Ltd. (梅州市泓顺贸易有限公司) (the "**Purchaser**").

Pursuant to the SPA, BTES has agreed to sell, and the Purchaser has agreed to purchase, 35% of the issued and paid-up share capital (the "**Sale Shares**") of Meizhou Jiayin Urban Operation Co., Ltd. (梅州市嘉银城市运营服务有限公司) ("**Meizhou Jiayin**"), for an aggregate consideration of RMB1.3981 million (approximately S$0.27 million, based on an exchange rate of RMB1.00 = S$0.19132 (the "**Consideration**"), upon the terms and subject to the conditions of the SPA (the "**Proposed Disposal**").

The Company holds an effective interest of approximately 98.01% in the issued and paid-up capital of BTES through Bacui Management Investment Limited, a wholly-owned subsidiary of the Company.

The Sales Shares represent the Group's entire interest in Meizhou Jiayin. Accordingly, upon completion of the Proposed Disposal, the Group will cease to have any interest in Meizhou Jiayin and Meizhou Jiayin will cease to be an associated company of the Group.

2. INFORMATION ON MEIZHOU JIAYIN

Meizhou Jiayin is a limited liability company incorporated in the PRC. It is principally engaged in the business of human resources outsourcing services in the financial services sector specialising in data management, human resources outsourcing and general back-office labour outsourcing in Meizhou city, Guangdong province.

3. INFORMATION ON THE PURCHASER

The Purchaser is a state-owned enterprise whose principal activities include, among others, the leasing of motor vehicles, property management, transport security services, education and training and labour outsourcing services.

As at the date of this announcement, the Purchaser holds 40% of the issued and paid-up capital of Meizhou Jiayin.

4. CONSIDERATION

The Consideration, which shall be fully satisfied in cash, was determined following arm's length negotiations on a willing buyer, willing seller basis and after taking into account, the Group's investment cost and the historical financial performance and net asset value of Meizhou Jiayin. No independent valuation of the Sale Shares was conducted for the purpose of the Proposed Disposal.

The Consideration is payable in the following:

(a) RMB699,050 (approximately S$134,000) payable within one working day after the execution of the SPA; and

(b) RMB699,050 (approximately S$134,000) payable within one working day after the completion of the transfer of the Sale Shares.

Based on the aggregate of Consideration of approximately S$0.27 million and the carrying value of the assets attributable to the Sales Shares of approximately S$0.23 million as at 30 June 2026, the Proposed Disposal will result in an estimated gain on disposal of approximately S$32,000 (representing 9.04% of the Group's net profit for the half year ended 30 June 2026 of S$354,000).

The Company plans to use the net proceeds from the Proposed Disposal for the Group's working capital purpose.

5. RATIONALE FOR THE PROPOSED DISPOSAL

Due to the inability of the shareholders and management of Meizhou Jiayin to reach an agreement regarding the business development timeline and strategic roadmap, after due consultation, the shareholders agreed that BTES's equity interest held as an investment would be disposed to the Purchaser.

6. SALIENT TERMS OF THE PROPOSED DISPOSAL

Completion of the Proposed Disposal is subject to the satisfaction of the conditions precedent set out in the SPA ("**Conditions Precedent**"), including but not limited to, the following:

(a) the requisite approvals of the board of directors and shareholders of BTES for the Proposed Disposal and all transactions contemplated by or incidental to the SPA having been obtained and remaining valid and effective as at completion; and

(b) BTES being the legal and beneficial owner of the Sales Shares.

The Conditions Precedent must be satisfied before payment of the Consideration by the Purchaser, in accordance with the terms of the SPA.

7. RELATIVE FIGURES UNDER RULE 1006 OF THE CATALIST RULES

The relative figures computed on the bases set out in Rule 1006 of the Listing Manual Section B: Rule of Catalist of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") (the "**Catalist Rules**") in respect of the Proposed Disposal based on the latest announced unaudited consolidated financial statements of the Group for the half year ended 30 June 2026 are as set out below:

Rule 1006	Bases	Relative Figures (%)
(a)	Net asset value of the assets to be disposed of, compared with the Group's net asset value	2.63[(1)]
(b)	Net profits attributable to the assets acquired or disposed of, compared with the Group's net profits	(3.30)[(2)]
(c)	Aggregate value of the consideration given or received, compared with the Company's market capitalisation based on the total number of issued shares excluding treasury shares	6.14[(3)]
(d)	Number of equity securities issued by the Company as consideration for an acquisition, compared with the number of equity securities previously in issue	Not applicable[(4)]
(e)	The aggregate volume or amount of proven and probable reserves to be disposed of, compared with the aggregate of the Group's proven and probable reserves	Not applicable[(5)]

Notes:

(1) Based on the net asset value attributable to the Sales Shares of approximately S$231,000 as compared to the Group's net asset value of S$8.81 million.

(2) Based on the loss before tax attributable to the Sales Shares of approximately S$20,000, compared with the Group's profit before tax of approximately S$594,000.

(3) Based on a market capitalisation of approximately S$4.36 million. The market capitalisation of the Company was determined by multiplying the total number of issued shares, being 4,358,028,592 shares (excluding treasury shares) by S$0.001, being the volume weighted average price on the market day preceding the date of the SPA.

(4) Rule 1006(d) of the Catalist Rules is not applicable as the Proposed Disposal does not involve an issuance of equity securities.

(5) Rule 1006(e) of the Catalist Rules is not applicable as the Company and Meizhou Jiayin are not mineral, oil and gas companies.

Rule 1007(1) of the Catalist Rules states, *inter alia*, that if any of the relative figures computed pursuant to Rule 1006 of the Catalist Rules involves a negative figure, Chapter 10 (specifically Practice Note 10A) of the Catalist Rules may still be applicable to the transaction in accordance with the applicable circumstances. As one of the figures used to compute the relative figure under Rule 1006(b) of the Catalist Rules is a negative figure, Rule 1007(1) read with Practice Note 10A of the Catalist Rules shall apply.

As (i) the absolute relative figure computed on the basis of Rule 1006(c) of the Catalist Rules exceeds 5% but does not exceed 50%; (ii) the absolute relative figure computed on the basis of Rule 1006(a) of the Catalist Rules does not exceed 5%; and (iii) the Group is expected to record a gain on disposal for the Proposed Disposal, the Proposed Disposal falls within Paragraph 4.4(e) of Practice Note 10A of the Catalist Rules. Accordingly, the Proposed Disposal constitutes a "discloseable transaction" and no shareholders' approval is required.

8. FINANCIAL EFFECTS OF THE PROPOSED DISPOSAL

The pro forma financial effects of the Proposed Disposal on the net tangible assets ("**NTA**") and the earnings per share ("**EPS**") of the Group are set out below. The pro forma financial effects have been prepared based on the audited consolidated financial statements of the Group for the financial year ended 31 December 2025 on the following assumptions:

(a) the financial effect on the NTA per share is computed based on the assumption that the Proposed Disposal was completed on 31 December 2025;

(b) the financial effect on the EPS is computed based on the assumption that the Proposed Disposal was completed on 1 January 2025; and

(c) the computation does not take into account any expenses that may be incurred in relation to the Proposed Disposal.

The pro forma financial effects are for illustrative purposes only and are therefore not necessarily indicative of the actual financial position of the Group after the Proposed Disposal has been completed.

NTA per share

	Before Proposed Disposal	After Proposed Disposal
NTA attributable to equity holders of the Company (S$'000)	8,163	8,184
Number of issued Shares, excluding treasury shares and subsidiary holdings ('000)	4,358,029	4,358,029
NTA per share (Singapore cents)	0.19	0.19

EPS

	Before Proposed Disposal	After Proposed Disposal
Net profit attributable to equity holders of the Company (S$'000)	437	453
Weighted average number of Shares ('000)	4,358,029	4,358,029
EPS (Singapore cents)	0.01	0.01

9. DIRECTORS' SERVICE CONTRACTS

No person is proposed to be appointed as a director of the Company in connection with the Proposed Disposal. Accordingly, no service contract is proposed to be entered into between the Company and any such person.

10. INTERESTS OF THE DIRECTORS AND SUBSTANTIAL SHARHEHOLDERS

None of the directors or substantial shareholders (other than in his, her or its capacity as a director or shareholder of the Company) or their respective associates have any interest, direct or indirect, in the Proposed Disposal.

11. DIRECTORS' RESPONSIBILITY STATEMENT

The Directors collectively and individually accept full responsibility for the accuracy of the information given in this announcement and confirm after making all reasonable enquiries, that to the best of their knowledge and belief, this announcement constitutes full and true disclosure of all material facts about the Proposed Disposal and the Group, and the Directors are not aware of any facts, the omission of which would make any statement in this announcement misleading. Where information in this announcement has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors is to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this announcement in its proper form and context.

12. DOCUMENT AVAILABLE FOR INSPECTION

A copy of the SPA is available for inspection during normal business hours at 138 Robinson Road, #26-03 Oxley Tower, Singapore 068906, for a period of 3 months from the date of this announcement.

BY ORDER OF THE BOARD

Yeo Kan Yen
Independent Non-Executive Chairman
20 October 2026

*This announcement has been reviewed by the Company's sponsor, SAC Capital Private Limited ("**Sponsor**"). This announcement has not been examined or approved by the Singapore Exchange Securities Trading Limited ("**SGX-ST**") and the SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.*

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