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(incorporated in Cayman Islands with limited liability)

(Stock code: 8331)

INSIDE INFORMATION
INCREASE IN SHAREHOLDING BY CONTROLLING SHAREHOLDERS,
EXECUTIVE DIRECTORS AND CO-CHAIRMEN
AND
SALE OF SHARES BY SUBSTANTIAL SHAREHOLDER

This announcement is made by P.B. Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 17.10 of the Rules Governing the Listing of Securities on the GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”) and the Inside Information Provisions (as defined under the GEM Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong) (the “**SFO**”).

SHARES TRANSFER

The board (the “**Board**”) of directors (the “**Directors**”) of the Company was notified by Dr. CHAN Man Fung (“**Dr. CHAN**”), a controlling shareholder, an executive Director and co-chairman of the Board of the Company, and Mr. PUI Wai Lun (“**Mr. PUI**”), a controlling shareholder, an executive Director, co-chairman of the Board and the chief executive officer of the Company, that on 13 July 2026, P.B. Capital Group Limited (“**P.B. Capital**”), a subsidiary jointly owned by Dr. CHAN and Mr. PUI, acquired an aggregate of 27,500,000 shares of the Company (the “**Shares**”) from Mr. ZHANG Qiang, a substantial shareholder of the Company, through an over-the-counter transaction, representing approximately 17.28% of the total number of issued shares of the Company (the “**Shares Transfer**”). The Shares Transfer was completed on the same day.

Following the completion of the Shares Transfer, Mr. ZHANG Qiang no longer holds any Shares and has therefore ceased to be a substantial shareholder of the Company. Ms. WANG Jie, being his spouse, has likewise ceased to have any interest in those Shares.

BACKGROUND AND SHAREHOLDING STRUCTURE OF P.B. CAPITAL

P.B. Capital is a company incorporated in Hong Kong with limited liability and is owned as to 50% by Dr. CHAN and 50% by Mr. PUI. Therefore, by virtue of Part XV of the SFO, Dr. CHAN and Mr. PUI are deemed to be interested in the Shares acquired by P.B. Capital.

EFFECT ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

As at the date of this announcement, the total number of issued shares of the Company is 159,114,400. Immediately before and after the completion of the Shares Transfer, changes in the shareholdings of the substantial shareholders of the Company are as follows:

Name of shareholders	Capacity	Notes	No. of shares held immediately before the transfer (Approximate % of shares)	No. of shares held immediately after the transfer (Approximate % of shares)
Bonus Eventus Securities Limited ("Bonus Eventus Securities")	Beneficial owner	1	46,690,572 shares (29.34%)	46,690,572 shares (29.34%)
P.B. Asia Holdings Limited ("P.B. Asia")	Beneficial owner	2	34,235,118 shares (21.52%)	34,235,118 shares (21.52%)
P.B. Capital	Beneficial owner	3	0 shares (0.00%)	27,500,000 shares (17.28%)
Mr. ZHANG Qiang	Beneficial owner	4	27,500,000 shares (17.28%)	0 shares (0.00%)
Ms. WANG Jie	Interest of spouse	4	27,500,000 shares (17.28%)	0 shares (0.00%)

Save as disclosed in the table above, there have been no changes in the shareholdings of the Company's other substantial shareholders.

Immediately before and after the completion of the Shares Transfer, changes in the shareholdings of the Directors of the Company are as follows:

TOTAL DEEMED INTERESTS IN SHARES:

Name of Directors	Capacity	Notes	No. of shares held immediately before the transfer (Approximate % of shares)	No. of shares held immediately after the transfer (Approximate % of shares)
Dr. CHAN	Interests of a controlled corporation	1	46,690,572 shares (29.34%)	46,690,572 shares (29.34%)
	Interests of a controlled corporation	2	34,235,118 shares (21.52%)	34,235,118 shares (21.52%)
	Interests of a controlled corporation	3	0 shares (0.00%)	27,500,000 shares (17.28%)
	Beneficial owner		6,682,000 (4.20%)	6,682,000 shares (4.20%)
			87,607,690 shares (55.06%)	115,107,690 shares (72.34%)
Mr. PUI	Interests of a controlled corporation	1	46,690,572 shares (29.34%)	46,690,572 shares (29.34%)
	Interests of a controlled corporation	2	34,235,118 shares (21.52%)	34,235,118 shares (21.52%)
	Interests of a controlled corporation	3	0 shares (0.00%)	27,500,000 shares (17.28%)
			80,925,690 shares (50.86%)	108,425,690 shares (68.14%)

Notes:

- 1 46,690,572 shares are held by Bonus Eventus Securities which is wholly owned by Value Dynasty Limited, which is in turn wholly owned by P.B. Financial Group Limited. P.B. Financial Group Limited is owned as to 50% by Dr. CHAN and 50% by Mr. PUI. By virtue of the SFO, Dr. CHAN and Mr. PUI are deemed to be interested in these 46,690,572 shares.
- 2 34,235,118 shares are held by P.B. Asia which is owned as to 50% by Dr. CHAN and 50% by Mr. PUI. By virtue of the SFO, Dr. CHAN and Mr. PUI are deemed to be interested in these 34,235,118 shares.
- 3 P.B. Capital is owned as to 50% by Dr. CHAN and 50% by Mr. PUI. Therefore, Dr. CHAN and Mr. PUI are deemed to be interested in the shares of the Company held by P.B. Capital.
- 4 Ms. WANG Jie is the spouse of Mr. ZHANG Qiang. By virtue of the SFO, Ms. WANG Jie was deemed to be interested in these 27,500,000 shares in which Mr. ZHANG Qiang was interested.

EFFECT ON THE GROUP

The Company is of the view that the Shares Transfer will not have a material impact on the business operations and financial position of the Group. The Board (excluding Dr. CHAN and Mr. PUI) believes that the further increase in shareholdings of Dr. CHAN and Mr. PUI through their controlled corporations fully reflects the positive views of the management and the controlling shareholders towards the business prospects and long-term development of the Company.

Shareholders of the Company and potential investors are advised to exercise caution when dealing in the securities of the Company.

By order of the Board
P.B. Group Limited
Chik Wai Chun
Company Secretary

Hong Kong, 13 July 2026

As at the date of this announcement, the Board comprises (i) four executive Directors, namely Dr. CHAN Man Fung (Co-chairman), Mr. PUI Wai Lun (Co-chairman and Chief Executive Officer), Ms. ZONG Yan and Mr. HUANG Yongcai; and (ii) three independent non-executive Directors, namely Mr. LAW Ping Keung, Mr. CHOW Chi Hang Tony and Dr. KWOK Hiu Fung.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Listed Company Information” page of The Stock Exchange of Hong Kong Limited’s website at www.hkexnews.hk for at least seven days from the date of its publication. This announcement will also be published on the Company’s website at www.thepbg.com.