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**SEM Holdings Limited**  
**澳達控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 9929)**

**VOLUNTARY ANNOUNCEMENT**  
**DISPOSAL OF SHARES BY CONTROLLING SHAREHOLDER**

This announcement is made by the board (“**Board**”) of directors (the “**Directors**”) of SEM Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) on a voluntary basis.

The board (“**Board**”) of directors (the “**Directors**”) of the Company has been informed that, on 10 April 2026, Yao Capital Limited, a controlling shareholder (as defined under the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) of the Company, entered into a sale and purchase agreement (the “**Agreement**”) with HH RSV-MIM Holdings Limited (the “**Purchaser**”), to dispose of 180,000,000 shares of the Company (the “**Shares**”), representing approximately 9.00% of the total issued share capital of the Company, for a consideration of USD13,175,400 (the “**Disposal**”). Completion of the Disposal (the “**Completion**”) took place immediately after the date of the Agreement.

Immediately prior to Completion, Yao Capital Limited held 1,500,000,000 Shares, representing approximately 75% of the total issued share capital of the Company. The Purchaser did not hold any Shares immediately before Completion.

Immediately following Completion, Yao Capital Limited held approximately 66% of the total issued share capital of the Company. As at the date of this announcement, Yao Capital Limited remained as a controlling shareholder (as defined in the Listing Rules) of the Company after Completion and the largest shareholder of the Company.

As at the date of this announcement, Yao Capital Limited is wholly-owned by Mr. Yao Shuobin, the chairman and non-executive Director of the Company. Yao Capital Limited has further informed the Company that, to the best of its knowledge, the Purchaser and its ultimate beneficial owners are third parties independent of and not connected with the Company and its connected persons (as defined in the Listing Rules).

The Board does not expect that the Disposal will have any material adverse effect on the operations of the Company and its subsidiaries.

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

By order of the Board  
**SEM Holdings Limited**  
**Yao Shuobin**  
*Chairman and non-executive Director*

Hong Kong, 10 April 2026

*As at the date of this announcement, the Board comprises one executive Director, namely, Mr. Wan Man Keung; one non-executive Director, namely Mr. Yao Shuobin; and three independent non-executive Directors, namely, Dr. Huang Mingxin, Dr. Zang Yunzhi and Mr. Gavin JL Feng.*