



**FIRST SPONSOR GROUP LIMITED**  
(Incorporated in the Cayman Islands)  
(Registration No. 195714)

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## ANNOUNCEMENT PURSUANT TO RULE 706A OF THE SGX-ST LISTING MANUAL

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Pursuant to Rule 706A of the SGX-ST Listing Manual, First Sponsor Group Limited (“**Company**”, and together with its subsidiaries, “**Group**”) wishes to announce the following transactions that occurred during the half year ended 31 December 2025:

### A. Incorporation of subsidiaries

1. First Sponsor (Guangdong) Group Limited (“**FSGD**”), an indirect wholly-owned subsidiary of the Company, incorporated the following 90%-owned subsidiaries with an unrelated third party:

Name of company	: Dongguan Dongfu No.8 Industrial Investment Co., Ltd. (“ <b>Dongfu No 8</b> ”) (东莞市东富八号实业投资有限公司)
Date of incorporation	: 25 August 2025
Country of incorporation	: People’s Republic of China (“ <b>PRC</b> ”)
Registered capital	: RMB79,000,000
Principal activity	: Investment holding and property management

Name of company	: Dongguan Dongfu No.10 Industrial Investment Co., Ltd. (“ <b>Dongfu No 10</b> ”) (东莞市东富十号实业投资有限公司)
Date of incorporation	: 25 August 2025
Country of incorporation	: PRC
Registered capital	: RMB28,000,000
Principal activities	: Investment holding and property management

As at the date of this announcement, FSGD has not made any capital contribution to Dongfu No 8 and Dongfu No 10.

2. Chengdu Millennium Zhong Ren Real Estate Co., Ltd (“**ZR**”), an indirect wholly-owned subsidiary of the Company, incorporated the following 100%-owned subsidiaries:

Name of company	: Sichuan Huamuli Hotel Management Co., Ltd. (“ <b>SHMCL</b> ”) (四川花沐里酒店管理有限公司)
Date of incorporation	: 10 December 2025
Country of incorporation	: PRC
Registered capital	: RMB5,000,000
Principal activity	: Hotel management

As at the date of this announcement, ZR has contributed RMB500,000 capital in cash to SHMCL.

## B. Change of interest in a subsidiary

On 8 September 2025, FS Dongguan No. 11 Investment Consultancy Co., Ltd., an indirect wholly-owned subsidiary of the Company acquired an additional 2% equity interest in Shenzhen Heshuntongye Industrial Co., Ltd (深圳市合顺同业实业有限公司) (“**Fenggang HoldCo**”) from the unrelated non-controlling interests for a cash consideration of RMB200,000. Based on the unaudited management accounts of Fenggang HoldCo as at 8 September 2025, the net asset value attributable to the 2% equity interest in Fenggang HoldCo amounted to RMB10,897,991. Following this acquisition, the Company’s total effective equity interest in Fenggang HoldCo increased from 90% to 92% with effect from that date.

## C. Change of interest in an associated company

From 1 July 2025 to 31 December 2025, Ps 46.10 Pte. Ltd. (“Ps 46.10”) and FS NL Holdings B.V. (“FSNL”), both an indirect wholly owned subsidiary of the Company, acquired 670,798 shares in the capital of NSI N.V. (“NSI”) for an aggregate consideration of approximately S\$20.1 million (€13.7 million) through open-market purchases. NSI is listed on Euronext Amsterdam.

Following the abovementioned acquisition, the Group holds an aggregate of 5,852,530 shares in NSI, representing approximately 29.0% of NSI’s issued and outstanding ordinary shares as at 31 December 2025, an increase of 3.3% from the 25.7% interest held as at 30 June 2025.

Based on the unaudited consolidated balance sheet of NSI as at 31 December 2025, the share of results from NSI attributable to the abovementioned transaction amounted to approximately S\$12.1 million (€8.2 million).

This is material to the profit and loss of the Group for the financial year ended 31 December 2025. Notwithstanding the foregoing, this does not have any material impact on the financial position of the Group as at 31 December 2025.

## D. Incorporation of an associated company

1. Chengdu Millennium Zhong Ren Real Estate Co., Ltd (“**ZR**”), an indirect wholly-owned subsidiary of the Company, incorporated the following 40%-owned associated company with an unrelated third party:

Name of company	: Sichuan Gushu Shanhai Cultural & Creative Management Co., Ltd. (“ <b>SGSSCC</b> ”) (四川古蜀山海文化创意有限公司)
Date of incorporation	: 12 September 2025
Country of incorporation	: PRC
Registered capital	: RMB5,000,000
Principal activities	: Retail of cultural items

As at the date of this announcement, ZR and the unrelated third party contributed capital amounting to RMB400,000 and RMB600,000 respectively in cash to SGSSCC, in proportion to their respective equity interest in SGSSCC.

**E. Cessation of an associated company**

1. On 11 September 2025, Shanghai Sigma Enterprise Co., Ltd. (“**SHS**”), an indirect wholly-owned subsidiary of the Company, transferred its entire 47.8% interest in Shanghai Qilu Junkun Enterprise Development Partnership (Limited Partnership) (上海齐鲁峻坤企业发展合伙企业(有限合伙)) (“**SHJK**”), a limited partnership established in the PRC, to an unrelated third party for nil cash consideration. The nil consideration was arrived at on a willing-buyer, willing-seller basis, taking into account, among other factors, the net asset value of SHJK. Based on the unaudited management accounts of SHJK as at 11 September 2025, the net asset value attributable to the 47.8% equity interest was nil. Following the transfer, SHJK ceased to be an associated company of the Company.

**F. Dissolution of subsidiaries**

1. On 15 October 2025, FS Dongguan No. 3 Ltd, the Company’s dormant indirect wholly-owned subsidiary incorporated in the British Virgin Islands, was dissolved by way of members’ voluntary liquidation.
2. On 17 November 2025, Shanghai Qilu Enterprise Development Co., Ltd. (上海齐鲁企业发展有限公司), the general partner of SHJK in which the Group has an equity interest of 58.0%, was dissolved by way of members’ voluntary liquidation.

Except as otherwise indicated in paragraph C above, none of the above transactions has a material impact on the consolidated earnings per share or the consolidated net tangible assets per share of the Company for the financial year ended 31 December 2025.

BY ORDER OF THE BOARD  
Neo Teck Pheng  
Group Chief Executive Officer and Executive Director

24 February 2026