The Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

This announcement is for information purpose only and does not constitute an invitation or offer to acquire, purchase or subscribe for any securities of the Company.

TRANSTECH OPTELECOM SCIENCE HOLDINGS LIMITED
高科橋光導科技股份有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 9963)

PLACING OF NEW SHARES UNDER GENERAL MANDATE

Financial Advisor to the Company

Innovax Capital

Joint Placing Agents

Innovax Securities 百惠金控 PATRONS CMFinancial

The Board is pleased to announce that on 14 August 2026 (after trading hours), the Company and the Joint Placing Agents entered into the Placing Agreement, pursuant to which the Company has conditionally agreed to place, through the Joint Placing Agents on a best effort basis, up to 40,000,000 Placing Shares at the Placing Price of HK$7.00 per Placing Share to not less than six (6) Placees who and whose beneficial owner(s) shall be Independent Third Party(ies).

The Placing Shares representing approximately 11.5% of the total number of Shares in issue as at the date of this announcement, and approximately 10.3% of the enlarged total number of Shares in issue upon the completion of the Placing (assuming there will be no change to the total number of Shares in issue from the date of this announcement to the completion of the Placing other than the issue by the Company of the Placing Shares).

The Placing Price represents: (i) a discount of approximately 8.50% to the closing price of HK$7.65 per Share as quoted on the Stock Exchange on the date of the Placing Agreement; and (ii) a discount of approximately 11.50% to the average closing price of HK$7.91 per Share as quoted on the Stock Exchange for the last five consecutive trading days immediately prior to the date of the Placing Agreement.

Assuming all the Placing Shares are fully placed, the gross proceeds from the Placing are expected to be approximately HK$280.0 million and the net proceeds (after deducting all applicable costs and expenses, including placing commission and levies) will be approximately HK$279.3 million. On this basis, the net price per Placing Share will be approximately HK$6.98. The Company intends to apply the net proceeds from the Placing in the manner detailed in the section headed "Reasons for the Placing and Use of Proceeds" in this announcement.

The Placing Shares are to be issued under the General Mandate granted to the Directors pursuant to resolutions of the shareholders of the Company passed on 22 May 2026. As such, the allotment and issue of the Placing Shares is not subject to additional Shareholders' approval.

Application will be made to the Stock Exchange for approval of the listing of, and permission to deal in, the Placing Shares.

Under the Placing Agreement, the Joint Placing Agents shall procure each of the Placees to provide a lock-up undertaking to the Company that during a period of 6 months from the date of Completion, it shall not, without the prior written consent of the Company, sell, transfer or otherwise dispose of nor enter into any agreement to sell, transfer or otherwise dispose of or otherwise create any options, rights, interests or encumbrances in respect of, either directly or indirectly, conditionally or unconditionally, the Placing Shares held by such Placee.

Completion of the transactions contemplated under the Placing Agreement are subject to such agreement not being terminated in accordance with the terms thereof. In addition, completion of the Placing is subject to the satisfaction of conditions precedent under the Placing Agreement. Therefore, the Placing may or may not proceed to completion. Shareholders and potential investors are advised to exercise caution when dealing in the Shares and other securities of the Company.

PLACING OF NEW SHARES

The Board is pleased to announce that on 14 August 2026 (after trading hours), the Company and the Joint Placing Agents entered into the Placing Agreement, pursuant to which the Company has conditionally agreed to place, through the Joint Placing Agents on a best effort basis, up to 40,000,000 Placing Shares at the Placing Price of HK$7.00 per Placing Share to not less than six (6) Placees who and whose beneficial owner(s) shall be Independent Third Party(ies). The principal terms of the Placing Agreement are summarized below:

Date: 14 August 2026

Parties: (i) the Company; and

(ii) Joint Placing Agents

The Placing Shares

The Placing Shares representing approximately 11.5% of the total number of Shares in issue as at the date of this announcement, and approximately 10.3% of the enlarged total number of Shares in issue upon the completion of the Placing (assuming there will be no change to the total number of Shares in issue from the date of this announcement to the completion of the Placing other than the issue by the Company of the Placing Shares). The aggregate nominal value of the Placing Shares will be HK$400,000.

The Placing Shares shall, when fully paid, rank *pari passu* in all respects with the other Shares in issue or to be issued by the Company as at the date of the Placing Agreement including the rights to all dividends and other distributions declared, made or paid at any time on or after the Completion Date.

The Joint Placing Agents

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, the Joint Placing Agents and their ultimate beneficial owner(s) are Independent Third Parties prior to entering into the Placing Agreement.

Placing Commission

The placing commission payable to the Joint Placing Agents under the Placing Agreement was arrived at after arm's length negotiations between the Company and the Sole Placing Agent with reference to the prevailing market commission rate for similar transactions.

Placees

It is expected that the Placing Shares will be placed to not fewer than six Placees who shall be professional, institutional or other investors (i) independent of; and (ii) not connected with the Company, the connected persons of the Company and their respective associates, and who and whose ultimate beneficial owners are Independent Third Parties. It is not expected that any Placee will become a substantial shareholder (as defined under the Listing Rules) of the Company immediately after the Completion of the Placing.

Placing Price

The Placing Price is HK$7.00 per Placing Share, which represents:

(i) a discount of approximately 8.50% to the closing price of HK$7.65 per Share as quoted on the Stock Exchange on the date of the Placing Agreement; and

(ii) a discount of approximately 11.50% to the average closing price of HK$7.91 per Share as quoted on the Stock Exchange for the last five consecutive trading days immediately prior to the date of the Placing Agreement.

The Placing Price was determined with reference to the prevailing market price of the Shares, the recent trading volume of the Shares and the prospects of the Group and was negotiated on an arm's length basis between the Company and the Joint Placing Agents. The Board considers that the Placing Price and the terms of the Placing Agreement are fair and reasonable and that the Placing is in the interests of the Company and the Shareholders as a whole.

Conditions and Completion of the Placing

Completion of the Placing is conditional upon:

(a) the Listing Committee of the Stock Exchange granting or agreeing to grant listing of and permission to deal in the Placing Shares (subject only to the allotment and issue of such Shares and/or despatch of the relevant share certificates);

(b) such listing approval not being subsequently revoked or suspended at any time prior to 9:30 a.m. on the Completion Date;

(c) trading in the Shares on the Stock Exchange not being suspended for any single period of more than 2 consecutive Business Days during any time after the publication of this Announcement but prior to the Completion Date;

(d) on the Completion Date, there being no breach of any of the warranties, representations and undertakings given by the Company under the Placing Agreement as if made on the Completion Date with reference to the then circumstances and the Company having performed in all of its obligations hereunder to be performed on or before Completion Date; and

(e) delivery of a completion certificate in the form set out in the Placing Agreement.

If any of the conditions has not been fulfilled or waived (in respect of conditions (c) to (e)) on or before 31 August 2026 (or such other date as the Joint Placing Agents may agree in writing with the Company), the obligations of the parties under the Placing Agreement shall cease and determine and no party shall have any claim against any other party in respect of the Placing, save for, among others, any rights and obligations of the parties in respect of any antecedent breaches of the Placing Agreement.

Completion of the Placing shall take place on the Completion Date (or such other time and/or date as the Company and the Joint Placing Agents may agree in writing).

Termination

The Joint Placing Agents may, by written notice to the Company, terminate the Placing Agreement, if at any time prior to 9:30 a.m. on the Completion Date:

(a) there develops, occurs or comes into effect:

(i) any significant event, development or change or prospective change (whether or not permanent or forming part of a series of event, developments or changes occurring or continuing before, on and/or after the date hereof) in local, national or international monetary, economic, financial, fiscal, industrial, regulatory, political or military conditions, securities market conditions or currency exchange rates or foreign exchange rates or foreign exchange controls, including without limitation, any outbreak or escalation of hostilities, declaration by Hong Kong, the PRC, the United Kingdom, the United States, the European Union (or any member thereof) or any other jurisdiction(s) relevant to the Group and/or the Placing of a national emergency or other calamity or crisis;

(ii) the imposition of any moratorium, suspension or material restriction on trading in securities generally on the Stock Exchange due to exceptional financial circumstances or otherwise;

(iii) any material adverse change in conditions of local, national or international securities markets;

(iv) any new law or regulation or material change in existing laws or regulations or any change in the interpretation or application thereof by any court or other competent authority in Hong Kong or any other jurisdiction relevant to the Group, which in the sole opinion of the Joint Placing Agents prejudices or is likely to prejudice materially the success of the Placing or dealings in the Placing Shares or makes it or is likely to make it impracticable or inadvisable or inexpedient to proceed with the Placing on the terms and in the manner contemplated herein;

(v) a material change or development involving a prospective change of taxation or exchange control (or the implementation of exchange control) in Hong Kong, the PRC or any other jurisdictions relevant to the Group and/or the Placing;

(vi) any litigation or claim being instigated by any third party which would have a material adverse impact against any member of the Group; or

(vii) any event, a series of events beyond the reasonable control of the Joint Placing Agents (including acts of government, strikes, lock-outs, fire, flooding, acts of God, outbreak of diseases, escalation or adverse mutation of diseases); or

(b) it comes to the notice of the Joint Placing Agents that any of the representations, warranties or undertakings of the Company contained in the Placing Agreement is untrue or inaccurate, or has been breached or not complied with and such breach or noncompliance would have material adverse impact against any member of the Group or any event occurs or any matter arises on or after the date hereof and prior to the Completion Date which if it had occurred or arisen before the date hereof would have rendered any of the representations and warranties untrue or incorrect in any material respect or there has been a breach by the Company of any other provision of the Placing Agreement; or

(c) any change or any development involving a prospective change in the general affairs, condition, results of operations or prospects, earnings, business, properties, management, stockholders' equity or in the financial or trading position of the Company and/or any other member of the Group which in the sole and absolute opinion of the Joint Placing Agents is materially adverse to the success of the Placing or otherwise as to make it impracticable, inadvisable or inexpedient to proceed with the Placing.

The Directors are not aware of the occurrence of any of such events as at the date of this announcement.

GENERAL MANDATE

The Placing Shares are to be issued under the General Mandate.

As at the date of this announcement, the number of new Shares that can be allotted and issued by the Company under the General Mandate is 59,795,200 Shares. As at the date of this announcement, no Shares have been allotted and issued under the General Mandate. The Board has approved the Placing under the General Mandate, and the placing and issue of the Placing Shares is therefore not subject to the Shareholders' further approval.

LOCK-UP UNDERTAKING

Under the Placing Agreement, the Joint Placing Agents shall procure each of the Placees to provide a lock-up undertaking to the Company that during a period of 6 months from the date of Completion, it shall not, without the prior written consent of the Company, sell, transfer or otherwise dispose of nor enter into any agreement to sell, transfer or otherwise dispose of or otherwise create any options, rights, interests or encumbrances in respect of, either directly or indirectly, conditionally or unconditionally, the Placing Shares held by such Placee.

APPLICATION FOR LISTING

Application will be made by the Company to the Stock Exchange for approval for the listing of, and permission to deal in, the Placing Shares.

REASONS FOR THE PLACING AND USE OF PROCEEDS

The Group's principal activity is the manufacturing and sales of optical fiber preforms, optical fiber and optical fiber cable in the PRC, Hong Kong and Thailand respectively.

The Board is of the view that the Placing will enlarge the shareholder base and the capital base of the Company. In addition, the net proceeds of the Placing will strengthen the financial position of the Group and provide funding to the Group to finance its working capital needs and business developments. Accordingly, the Board considers that the Placing is in the interests of the Company and the Shareholders as a whole.

On the assumption that all Placing Shares are fully placed, the aggregate gross proceeds from the Placing are expected to be HK$280.0 million and the aggregate net proceeds (after deduction of the fees, commissions and expenses) from the Placing are expected to be approximately HK$279.3 million. The Company intends to apply the net proceeds from the Placing as follows:

(i) approximately HK$111.60 million, representing approximately 40% of the net proceeds, for the procurement of principal raw materials – principally silicon tetrachloride, germanium tetrachloride and other related chemical inputs – for the production of optical fibre preforms and optical fibres, so as to secure supply and stabilise input costs in support of the Group's expanded order book production;

(ii) approximately HK$47.43 million, representing approximately 17% of the net proceeds, for the expansion of the optical fibre production capacity of Futong (Thailand) Co., Ltd., an indirect wholly-owned subsidiary of the Company in Thailand. The Directors believe the expansion will enable the Group to capture growing demand in Thailand and the broader Southeast Asian market, and to serve customers who, for supply chain resilience and trade policy reasons, prefer optical fibres manufactured outside the PRC;

(iii) approximately HK$41.85 million, representing approximately 15% of the net proceeds, for the enhancement of the Group's research and development capabilities in respect of hollow-core fibre, polarisation-maintaining fibre and G.654.E ultra-low loss fibre, comprising (a) the recruitment of additional research, engineering and technical personnel; (b) the acquisition of laboratory and pilot-line equipment and testing instruments; (c) the procurement of raw materials and consumables for trial production; (d) material consumption and yield losses arising during trial runs; and (e) third-party testing, inspection, certification and customer qualification costs. Hollow-core fibre guides light through a hollow core rather than a solid silica core, with the result that optical signals propagate at close to the speed of light in vacuum – approximately 30% faster than in conventional single-mode fibre – with correspondingly lower latency and reduced non-linear distortion. Principal application areas include ultra-low-latency links for financial trading networks, data centre and AI computing cluster interconnects, 5G fronthaul, high-power laser delivery and fibre-optic sensing. Polarisation-maintaining fibre preserves the linear polarisation state of transmitted light by means of built-in stress-applying elements. Principal application areas include fibre-optic gyroscopes for inertial navigation (aerospace, marine and autonomous driving applications), fibre lasers, coherent optical transmission systems, interferometric sensing and quantum communication equipment. G.654.E fibre is a cut-off shifted single-mode fibre with a large effective area (typically not less than 110 μm^2) and ultra-low attenuation (typically not more than 0.17 dB/km at 1,550 nm), generally achieved through a pure silica core design.

Principal application areas include terrestrial long-haul and backbone transmission at 400G, 800G and above, and submarine and inter-data-centre trunk routes, where higher launch power and lower loss extend unregenerated span length and reduce network build cost;

(iv) approximately HK$36.3 million, representing approximately 13% of the net proceeds will be applied towards the resumption of the optical fibre production line of Transtech Optical Communication Company Limited (a wholly-owned subsidiary of the Company in Hong Kong), including the recruitment of production personnel and the procurement of the relevant equipment and production materials; and

(v) approximately HK$41.9 million, representing approximately 15% of the net proceeds, for the general working capital of the Group, principally staff costs, utilities, rental, logistics and administrative expenses.

To the extent that the net proceeds from the Placing are not immediately used for the above purposes, or if the Company is unable to effect any part of its future development plans as intended, the Company may deposit such funds into short-term interest-bearing accounts at licensed banks and/or other authorized financial institutions (as defined under the SFO or applicable laws and regulations in other jurisdictions). In such event, the Company will comply with the appropriate disclosure requirements under the Listing Rules.

EFFECT ON SHAREHOLDING STRUCTURE OF THE COMPANY

Assuming the Placing will be completed in full and there will be no other changes in the share capital of the Company from the date of this announcement up to completion of the Placing, set out below is the shareholding structure of the Company (i) as at the date of this announcement and (ii) immediately after completion of the Placing.

	As at the date of this announcement		**Immediately upon completion of the Placing**	
	No. of Shares	*Approx.%*	*No. of Shares*	*Approx. %*
Hong Kong Futong Optical Fiber Company Limited *(Note 1)*	195,000,000	56.14	195,000,000	50.34
Optel Technology Limited *(Note 2)*	48,367,000	13.92	48,367,000	12.49
Placees	–	–	40,000,000	10.33
Public Shareholders	103,976,000	29.94	103,976,000	26.84
	347,343,000	100.00	387,343,000	100.00

Notes:

1. Hong Kong Futong Optical Fiber Company Limited is owned as to 100% by Hangzhou Futong Optical Communication Investments Co., Ltd which is in turn owned as to 100% by Futong Group Co., Ltd.. Futong Group Co., Ltd. is owned as to 80% by Hangzhou Futong Investments Co., Ltd.. As Hangzhou Futong Investments Co., Ltd. is owned as to 100% by Mr. Wang Jianyi.

2. Optel Technology Limited is an investment holding company and ultimately beneficially owned by Mr. Cao Dong Dong.

FUND RAISING DURING THE PAST TWELVE MONTHS

The Company has conducted the following equity fund raising activities for the 12 months immediately before the date of this announcement:

Date of announcement	Event	Net proceeds	Intended use of proceeds	Actual use of proceeds as at the date of this announcement
17 December 2025	Placing of new Shares under general mandate	HK$18.22 million	(i) HK$5.97 million or 32.8% of the net proceeds for repayment of bank and other borrowings and (ii) HK$12.25 million or 67.2% of the net proceeds for general working capital.	As at the date of this announcement, such net proceeds have been fully utilised as intended to the extent of the available amount.

Save as disclosed above, the Company had no financing activities involving issuance of equity securities in the 12 months immediately prior to the date of this announcement.

Completion of the transactions contemplated under the Placing Agreement is subject to such agreement not being terminated in accordance with the terms thereof. In addition, completion of the Placing is subject to the satisfaction of conditions precedent under the Placing Agreement. Therefore, the Placing may or may not proceed to completion. Shareholders and potential investors are advised to exercise caution when dealing in the Shares and other securities of the Company.

DEFINITIONS

"Board"	the board of Directors
"Business Day"	any day, excluding Saturdays, on which banks in Hong Kong are generally open for business
"Company"	Transtech Optelecom Science Holdings Limited, a company incorporated in the Cayman Islands with limited liability, the Shares of which are listed on Stock Exchange (stock code: 9963)
"Completion Date"	the second Business Day immediately after the date of the written notice to be given from the Company to the Joint Placing Agents of the fulfilment of condition (a) as set out in the paragraph headed "Conditions and Completion of the Placing" of this announcement or such other date as the Company and the Joint Placing Agents may agree in writing
"connected person(s)"	has the meaning ascribed to it under the Listing Rules

"General Mandate"	the general mandate granted to the Directors pursuant to resolutions of the shareholders of the Company passed on 22 May 2026 to allot, issue and deal with up to 59,795,200 Shares
"Group"	the Company and its subsidiaries
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong from time to time
"Hong Kong"	the Hong Kong Special Administrative Region of the People's Republic of China
"Independent Third Party(ies)"	person(s) who is(are) third party(ies) who are not its connected persons of the Company (as defined in the Listing Rules)
"Joint Placing Agents"	Innovax Securities Limited, Patrons Securities Limited and Canton Mutual Financial Limited
"Listing Committee"	has the meaning ascribed to it under the Listing Rules
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"Placee(s)"	the subscriber(s) of the Placing Shares pursuant to the Placing
"Placing"	the offer by way of private placing of the Placing Shares by or on behalf of the Joint Placing Agents to selected Placees upon the terms and subject to the conditions set out in the Placing Agreement
"Placing Agreement"	the placing agreement dated 14 August 2026 entered into between the Company and the Joint Placing Agents in respect of the Placing
"Placing Price"	HK$7.00 per Placing Share
"Placing Shares"	40,000,000 new Shares to be issued by the Company and to be placed pursuant to the Placing Agreement
"PRC"	the People's Republic of China, and for the purpose of this announcement only, excluding Hong Kong, Macau and Taiwan
"SFO"	the Securities and Future Ordinance (Chapter 571 of the laws of Hong Kong), as amended and supplemented from time to time
"Share(s)"	share(s) with a nominal value of HK$0.01 each in the capital of the Company

"Shareholder(s)"	the holder(s) of the Share(s)
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"%"	per cent.

By order of the Board
Transtech Optelecom Science Holdings Limited
Mr. Li Jianyang
Chairman and Executive Director

Hong Kong, 14 August 2026

As at the date of this announcement, the executive Directors of the Company are Mr. Li Jianyang, Mr. Zou Liming, Mr. Xu Jinjie and Ms. Sheng Lingfei and the independent non-executive Directors of the Company are Mr. Li Wei, Mr. Leong Chew Kuan, and Mr. Lau Siu Hang.