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BOE VARITRONIX LIMITED
(Incorporated in Bermuda with limited liability)
(Stock Code: 710)

**CONTINUING CONNECTED TRANSACTION –
MASTER PRODUCT PROCESSING AGREEMENT**

MASTER PRODUCT PROCESSING AGREEMENT

On 11 December 2025, the Company and BOE Vietnam entered into the Master Product Processing Agreement pursuant to which the Group may engage BOE Vietnam to provide the product processing services in respect of manufacturing TFT/TP modules and other products on a non-exclusive basis from 11 December 2025 to 31 December 2027 (both days inclusive).

LISTING RULES IMPLICATIONS

BOE(HK), a wholly-owned subsidiary of BOE, is a substantial shareholder of the Company holding approximately 53.02% of the issued share capital of the Company as at the date of this announcement. BOE is an associate of BOE(HK). Accordingly, BOE Vietnam, being the wholly-owned subsidiary of BOE, is an associate of BOE(HK) and therefore a connected person of the Company under the Listing Rules. Therefore, the transactions contemplated under the Master Product Processing Agreement constitute continuing connected transactions for the Company under Chapter 14A of the Listing Rules.

Based on the applicable percentage ratios calculated pursuant to Rule 14.07 of the Listing Rules, the transactions as contemplated under the Master Product Processing Agreement are subject to the reporting, announcement and annual review requirements, but exempt from the circular and independent Shareholders' approval requirement under Chapter 14A of the Listing Rules.

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The principal terms of the Master Product Processing Agreement are as follows:

Date

11 December 2025

Parties

- (a) the Company (as purchaser); and
- (b) BOE Vietnam (as supplier)

Subject

Subject to the terms and conditions of the Master Product Processing Agreement, the Group may from time to time engage BOE Vietnam to provide the product processing services, including but not limited to assembling of TFT/TP modules and other products on a non-exclusive basis. For the avoidance of doubt, the Group is not contractually bound to engage BOE Vietnam to carry out the Product Processing Transactions and is free to engage any other independent supplier for the provision of the product processing services during the term of the Master Product Processing Agreement.

Under the Master Product Processing Agreement, the Group may provide major components, materials and other required supports to BOE Vietnam who will further process and assemble such components and materials to manufacture TFT/TP modules and other products in accordance with the design and specifications provided by the Group.

The Group may enter into separate and definitive agreements from time to time with BOE Vietnam to set out, among others, the exact quantity, specifications and quality requirements of the TFT/TP modules and other products, place and date of delivery, processing fee per unit and payment terms, pursuant to the terms of the Master Product Processing Agreement.

Pricing Policy

BOE Vietnam shall charge the Group the product processing fee on a “cost-plus” basis, which will be determined based on the direct costs incurred by BOE Vietnam (including, among others, labour cost, power, utilities, depreciation and management fee) with respect to the provision of the product processing services plus a profit margin which shall not be higher than 5% of the direct costs. BOE Vietnam shall also charge the Group on an actual basis any expenses in relation to, among others, material, packaging, testing, transportation, after-sale service, insurance and storage.

The threshold of the profit margin of 5% is determined with reference to the profit margin charged by the independent suppliers to the Group.

BOE Vietnam shall offer to charge the Group product processing fees no less favourable than those provided by BOE Vietnam to independent third parties under the same terms and conditions. Furthermore, the Group will only agree to engage BOE Vietnam to carry out any Product Processing Transactions if the ultimate sale of the related end products is profitable. The Company considers that such pricing basis is in line with market practice, fair and reasonable and on normal commercial terms.

Payment Terms

The Group shall settle the product processing fees to BOE Vietnam by telegraphic transfer within 30 days from the first day of the subsequent month following the arrival of the products.

Term

The Master Product Processing Agreement will become effective on 11 December 2025 and expire on 31 December 2027 (both days inclusive).

Proposed annual cap for the Product Processing Transactions

There is no historical transaction figure for the Product Processing Transactions. The annual caps in respect of the Product Processing Transactions are as follows:

<i>(in HK\$'000)</i>	Annual caps		
	For the period from 11 December 2025 to 31 December 2025	For the year ending 31 December 2026	For the year ending 31 December 2027
Product Processing Transactions	8,000	40,000	67,000

The above annual caps were determined by the Group after taking into account, among others, the following matters:

- (i) the actual and estimated orders of the Group received from overseas customers requiring for delivery from Vietnam for the period from 11 December 2025 to 31 December 2025 and the years ending 31 December 2026 and 2027 with reference to the Group's business strategies in strengthening its global sales by expanding its market presence in overseas;
- (ii) the estimated amount of the Product Processing Transactions for the actual and estimated orders of the Group for the period from 11 December 2025 to 31 December 2025 and the years ending 31 December 2026 and 2027;
- (iii) the prevailing market price of the product processing services offered by independent suppliers; and
- (iv) an additional buffer of approximately 5%.

REASONS FOR AND BENEFITS FOR ENTERING INTO THE MASTER PRODUCT PROCESSING AGREEMENT

The Group is principally engaged in the automotive and industrial display business and has monochrome display manufacturing capacity and TFT and TP display module assembly capacity. The Group believes its automotive business will continue to be the core focus of operations and it will continue to hold advantages in high-end and large-size product segments.

The Company has a strategy to increase global sales by improving local presents, product diversities, quality, responsiveness to the market and cost competitiveness. The Company is also exploring the need to establish overseas production capacities to cater for the needs of different customers so to meet their cost, place of origin, and/or quality requirements. Such overseas capital expenditure would be invested gradually, with the goal of aligning order intake and production capacity. As BOE Vietnam has ready-in-use production capacity in Vietnam, the

Company can utilise their overseas production capacities to strive for higher competitiveness when appropriately procure product processing services from BOE Vietnam.

BOE has accumulated extensive experience as a well-known leading supplier of semiconductor display technologies, products and services with the technical know-how including artificial intelligent and IoT areas and more than 90,000 patents, being a well-established market leader in the industry and equipped with the well-established streamline supply chain and the profound research and development (“**R&D**”) team and its process, BOE can provide the Group with professional services for effectual implementation of the Group’s development plans to capture the above business opportunities.

The Master Product Processing Agreement enable the Group (i) to have flexibility to mitigate risks associated with setting up production capacities in other geographical locations which the Group could have less experience in; and (ii) to utilize the Group’s asset effectively.

The Directors (including the independent non-executive Directors) are of the view that the transactions contemplated under the Master Product Processing Agreement are (i) on normal commercial terms or better and in the ordinary and usual course of business of the Group; (ii) the terms (including its annual caps) are fair and reasonable; and (iii) entering into those transactions are in the interests of the Company and the Shareholders as a whole.

INTERNAL CONTROL

For the transactions contemplated under the Master Product Processing Agreement, the Company has adopted the following internal control measures to safeguard the interests of the Company:

- (a) The senior management of the relevant departments of the Group shall conduct regular checks on a monthly basis to review and assess whether the transactions are conducted in accordance with the terms of the Master Product Processing Agreement;
- (b) The internal audit department of the Group will conduct regular checks to assess whether the prices are determined in accordance with the terms of the Master Product Processing Agreement. Moreover, the internal audit department of the Group would report its findings to the audit committee of the Company semi-annually;
- (c) The finance department of the Group shall monitor and ensure that the annual caps under the Master Product Processing Agreement are not exceeded on a regular basis. In the event

that the actual transaction amount in respect of the transactions conducted pursuant to the Master Product Processing Agreement are expected to reach the annual caps limit, the finance department of the Group will report it to the management of the Group so that the management of the Group will take appropriate action to ensure compliance with the requirements under the Listing Rules;

- (d) The Company's external auditors and the independent non-executive Directors will (i) review the transactions conducted pursuant to the Master Product Processing Agreement annually; and (ii) check and confirm, among others, whether the pricing terms have been adhered to and whether the relevant annual caps have been exceeded; and
- (e) The Director(s) who are interested in the transactions contemplated under the Master Product Processing Agreement therewith have abstained from voting at the Board meeting approving the Master Product Processing Agreement (including its annual caps).

The Directors consider that the internal control system of the Group is adequate to ensure that the transactions contemplated under the Master Product Processing Agreement will be conducted in accordance with the terms thereof.

INFORMATION ON THE PARTIES

The Group was established in 1978 and the Shares were listed on the Main Board of the Stock Exchange in 1991. The Group is principally engaged in the automotive and industrial display business and has monochrome display manufacturing capacity and TFT and TP display module assembly capacity.

BOE, a company whose shares are listed on the Shenzhen Stock Exchange (stock code: 000725 for its A shares and stock code: 200725 for its B shares), being the ultimate beneficial owner holding approximately 53.02% of the issued share capital of the Company as at the date of this announcement, is a supplier of semiconductor display technologies, products and services and its products are widely used in a broad spectrum of applications such as mobile phones, tablets, notebooks, monitors, televisions, vehicle displays and digital information displays. BOE is one of the major suppliers of TFT displays in the global market. BOE also has production lines for manufacturing TFT modules mainly for consumer products like phones, tablets, notebook computers, monitors, televisions, vehicle displays and digital information displays. The Group is the sole platform of automotive display module and system business within BOE Group.

BOE Vietnam is a limited liability company established in Vietnam and is principally engaged in R&D, production and processing of electronic products such as televisions, monitors,

electronic tags and other components. As at the date of this announcement, BOE Vietnam is a wholly-owned subsidiary of BOE.

LISTING RULES IMPLICATIONS

BOE(HK), a wholly-owned subsidiary of BOE, is a substantial shareholder of the Company holding approximately 53.02% of the issued share capital of the Company as at the date of this announcement. BOE is an associate of BOE(HK). Accordingly, BOE Vietnam, being the wholly-owned subsidiary of BOE, is an associate of BOE(HK) and therefore a connected person of the Company under the Listing Rules. Therefore, the transactions contemplated under the Master Product Processing Agreement constitute continuing connected transactions for the Company under Chapter 14A of the Listing Rules.

Based on the applicable percentage ratios calculated pursuant to Rule 14.07 of the Listing Rules, the transactions as contemplated under the Master Product Processing Agreement are subject to the reporting, announcement and annual review requirements, but exempt from the circular and independent Shareholders' approval requirement under Chapter 14A of the Listing Rules.

GENERAL

As at the date of this announcement,

- (a) Mr. Su Ning (“**Mr. Su**”), an executive Director, holds 150,000 A shares of BOE, and is currently a senior vice president of BOE;
- (b) Mr. Shao Xibin (“**Mr. Shao**”), a non-executive Director, holds 342,820 A shares of BOE, and is currently the deputy person in charge of the mid-desk of the technology and product of the mid-desk of the display device and the IoT innovation business of BOE, the person in charge of the mid-desk of the technology and the product mid-desk terminal product and technology development of the display device and the IoT innovation business of BOE;
- (c) Mr. Meng Chao (“**Mr. Meng**”), a non-executive Director, holds 537,500 A shares of BOE, and is currently the CPIO of the performance management center of the back-desk of BOE (business support system), and the Vice Chief Financial Officer of Chief Financial Officer organisation; and
- (d) Mr. Liu Jing (“**Mr. Liu**”), a non-executive Director, holds 425,920 A shares of BOE, and is currently a member of the executive committee, a senior vice president and the head of the front-desk of the display device and IoT innovation business of BOE.

Mr. Su, Mr. Shao, Mr. Meng and Mr. Liu presented at the Board meeting were not counted in the quorum and they have abstained from voting at the Board meeting approving the Master Product Processing Agreement (including its annual caps). Save as disclosed above, none of the Directors has a material interest in the Master Product Processing Agreement and was required to abstain from voting on the Board resolutions.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions shall have the following meanings:

“associate(s)”	: has the same meaning as ascribed to it under the Listing Rules
“Board”	: the board of Directors
“BOE”	: BOE Technology Group Co., Ltd., a company whose shares are listed on the Shenzhen Stock Exchange (stock code: 000725 for its A shares and stock code: 200725 for its B shares), a company established in the PRC with limited liability
“BOE(HK)”	: BOE Technology (HK) Limited, a company established in Hong Kong with limited liability, a wholly-owned subsidiary of BOE
“BOE Group”	: BOE and its subsidiaries, for the purpose of this announcement, excluding the Group
“BOE Vietnam”	: BOE Vision-Electronic (Vietnam) Company Limited* (京東方視訊（越南）有限公司), a company established in Vietnam with limited liability, a wholly-owned subsidiary of BOE
“Company”	: BOE Varitronix Limited (stock code: 710), a company incorporated in Bermuda with limited liability and the issued shares of which are listed on the Main Board of the Stock Exchange
“connected person(s)”	: has the same meaning as ascribed to it under the Listing Rules
“Director(s)”	: director(s) of the Company

“Group”	: the Company and its subsidiaries
“HK\$”	: Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	: the Hong Kong Special Administrative Region of the PRC
“IoT”	: Internet of Things
“Listing Rules”	: the Rules Governing the Listing of Securities on the Stock Exchange
“Master Product Processing Agreement”	: the master product processing agreement entered into between the Company and BOE Vietnam dated 11 December 2025
“PRC”	: the People’s Republic of China (for the purpose of this announcement, excludes the Hong Kong Special Administrative Region of the PRC, the Macao Special Administrative Region of the PRC and Taiwan)
“Product Processing Transactions”	: all transactions contemplated under the Master Product Processing Agreement
“Share(s)”	: the ordinary share(s) of HK\$0.25 each in the share capital of the Company
“Shareholder(s)”	: holder(s) of the Share(s)
“Stock Exchange”	: The Stock Exchange of Hong Kong Limited
“substantial shareholder”	: has the same meaning ascribed to it under the Listing Rules
“TFT”	: thin film transistor
“TP”	: touch panel
“%”	: per cent

By Order of the Board
BOE Varitronix Limited
Su Ning
Chairman

Hong Kong, dated 11 December 2025

As at the date of this announcement, the Board comprises nine Directors, of whom Mr. Su Ning, Ms. Ko Wing Yan, Samantha and Mr. Lo Pak Chi are executive Directors, Mr. Shao Xibin, Mr. Meng Chao and Mr. Liu Jing are non-executive Directors, and Mr. Fung, Yuk Kan Peter, Mr. Chu, Howard Ho Hwa and Mr. Pang Chunlin are independent non-executive Directors.

** For identification purposes only*