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KING OF CATERING (GLOBAL) HOLDINGS LTD.

(formerly known as WAC Holdings Limited)

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8619)

VOLUNTARY ANNOUNCEMENT MEMORANDUM OF UNDERSTANDING IN RELATION TO THE STRATEGIC COOPERATION AGREEMENT

This announcement is made by King Of Catering (Global) Holdings Ltd. (the “**Company**”, together with its subsidiaries, the “**Group**”) on a voluntary basis to provide the shareholders (the “**Shareholders**”) and potential investors of the Company with updated information in relation to the latest business development of the Group.

STRATEGIC COOPERATION AGREEMENT (MEMORANDUM)

The board (the “**Board**”) of directors of the Company is pleased to announce that, on 6 June 2024, the Company entered into a non-legally binding memorandum of understanding (the “**MOU**”) with KOC Japan Inc. (“**KOC**” or “**Potential Parties**”) (Collectively the “**Parties**”).

Under the MOUs, pursuant to which the Company intends to acquire the right to use and operate the mobile App and/or C-Pon platform, which was owned by KOC, in Hong Kong, South Korea and South East Asia (the “**Possible Investment**”). The terms and conditions of the use of the mobile App will be determined through further negotiation between the parties.

INFORMATION ABOUT THE POTENTIAL PARTNER

KOC Japan Inc. is a company incorporated in Japan with limited liability. It is principally engaged in providing a platform and advertising agency services for restaurants in Japan. It also engages in mobile application development and management.

To the best of the Directors' knowledge, information and belief, having made reasonable enquiries, the Potential Partner is third party independent of and are not connected with the Company and its connected persons (as defined in the GEM Listing Rules).

NATURE OF THE MOU

The MOU does not constitute any legally binding commitment in relation to the Cooperation Agreement, save and except that each party agrees to be legally bound by certain confidentiality, exclusivity and termination clauses pursuant to the MOU. The Cooperation Agreement is subject to the negotiation and execution of the formal agreement(s) between the relevant parties, if any.

REASONS FOR ENTERING INTO THE MOU

As at the date of this announcement, the Company and its subsidiaries (collectively the “**Group**”), which are mainly engaged in providing comprehensive structural and geotechnical engineering consultancy services, is in preliminary discussion with various potential vendors for potential acquisitions in food and beverage and IT business segment.

The Board is of the view that once the cooperation with KOC is implemented, it will enable the Group to explore and diversity its business in food and beverage and IT business segment, thereby enhancing the profitability of the Group as a whole. Therefore, the entering into the MOU is in the interests of the Company and its shareholders as a whole.

LEGAL VALIDITY

The MOU does not create legally binding obligations on the Parties on substantive terms in relation to the Possible Investment (including offering price, consideration and capital commitment) but is legally binding as to some miscellaneous and general terms relating to confidentiality, expenses, termination, and governing laws contained therein.

GENERAL

As at the date of this announcement, the terms and conditions of the Possible Investment are still being negotiated and no legally binding agreement has been entered into. The Possible Investment may or may not constitute a notifiable transaction of the Company under the GEM Listing Rules. If the Possible Investment constitutes a notifiable transaction, further announcement(s) will be made by the Company when appropriate in compliance with the GEM Listing Rules.

The Board wishes to emphasise that the Possible Investment contemplated under the MOU are subject to the execution of definitive agreement(s) by the relevant parties thereto and therefore the Possible Investment may or may not proceed. Further announcement in relation to the Possible Investment will be made by the Company as and when appropriate in accordance with the GEM Listing Rules. 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
King Of Catering (Global) Holdings Ltd.
Dr. Chan Yin Nin
Chairman

Hong Kong, 6 June 2024

As at the date of this announcement, the Board comprises Dr. Chan Yin Nin, Mr. Kwong Po Lam, Mr. Man Kwok Hing, Ms. Leung Suet Yiu, Mr. Kazuya Yanagihara, and Mr. Tsang Wing Ki as executive Directors; Mr. Fukumitsu Hirokazu and Mr. Takeda Masahiro as non-executive Directors; and Mr. Choy Wai Shek, Raymond, Mr. Sze Kyran and Ms. Siu Yuk Ming as independent non-executive Directors.

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 website at <http://www.hkexnews.hk> for at least seven days from the date of its publication and the Company’s website at <http://www.wcce.hk>