November 10, 2026

Dear Sirs,

Name of the Company:	Beat Holdings Limited (URL: https://www.beatholdings.com)
Representative:	Chief Executive Officer, Chin Siang Hui (TSE Standard Market, Code：9399)
Inquiries to:	IR Manager, Yuta Takayama (TEL: Tokyo 03-4570-0741)

Capital Reduction

We hereby announce that today the Board of Directors has resolved to put forward a capital reduction proposal ("Capital Reduction") to be resolved at the 2026 Annual General Meeting of Shareholders ("AGM" (Note)) as follows.

(Note) Expected to be held in December 2026. We will announce the date/time, venue and others as soon as decided.

1. Purpose of Capital Reduction

The current par value of Ordinary Shares, Preferred Shares and Deferred Shares of the Company is HK$0.1 and based on the laws and regulations of the Cayman Islands, the Company may not issue shares under the par value. The purpose of this Capital Reduction is to enable us to (i) offset and thereby reducing the accumulated losses of the Company (if any); (ii) provide greater flexibility to the Company to declare dividends and/or to undertake any corporate exercise which requires the use of distributable reserves in the future, subject to the Company's performance and when the Directors consider that it is appropriate to do so, and (iii) provide greater flexibility to the Company in the pricing for any issue of new shares in the future, by reducing the par value of each issued share to HK$0.001.

In addition to being approved at the AGM by special resolution, the Capital Reduction is subject to conditions stated in "(2) Method of Capital Reduction" of "2. Outline of Capital Reduction" below, before becoming effective.

Please note that, as a result of the capital reduction, unissued shares will be subdivided (Number of issued shares will not change. This is not a stock split of the shares currently issued.). For your reference, the outline of the procedures is as follows.

(a) the issued share capital of the Company be reduced by cancelling the paid-up capital of the Company to the extent of HK$0.099 on each of the issued ordinary shares of a nominal or par value of HK$0.1 each (the "Ordinary Shares") and the issued preference shares of a nominal or par value of HK$0.1 each (the "Preference Shares"), such that the par value of each issued Ordinary Share and Preference Share will be reduced from HK$0.1 to HK$0.001 and the amount deemed to be paid up on each issued share of the Company shall be HK$0.001 each;

(b) immediately following the Capital Reduction, each of the authorised but unissued Ordinary

Shares and Preference Shares of a par value of HK$0.1 each (including those arising from the Capital Reduction), and each of the authorised but unissued Deferred Shares of a nominal or par value of HK$0.1 each, be subdivided (collectively "Share Subdivision" and together with the Capital Reduction, the "Capital Reorganisation") into 100 shares of a par value of HK$0.001 each (the Ordinary Shares, Preference Shares and the Deferred Shares as subdivided, together the "New Shares");

(c) the New Shares shall rank pari passu in all respects with each other of its class (as the case may be) and have the rights and privileges and be subject to the restrictions in respect of its class (as the case may be) as contained in the memorandum and articles of association of the Company;

(d) immediately following the Capital Reorganisation, the authorised share capital of the Company will be changed from (i) HK$20,000,000,000 divided into 182,000,000,000 Ordinary Shares of a nominal or par value of HK$0.1 each, 13,000,000,000 Preference Shares of a nominal or par value of HK$0.1 each, and 5,000,000,000 Deferred Shares of a nominal or par value of HK$0.1 each to (ii) HK$20,000,000,000 divided into 18,200,000,000,000 Ordinary Shares of a nominal or par value of HK$0.001 each, 1,300,000,000,000 Preference Shares of a nominal or par value of HK$0.001 each, and 500,000,000,000 Deferred Shares of a nominal or par value of HK$0.001 each;

(e) the credit arising from the Capital Reduction be transferred to a distributable reserve account of the Company which may be utilised by the Directors as a distributable reserve in accordance with the articles of association of the Company and all applicable laws and rules including, without limitation, eliminating or setting off the accumulated losses of the Company which may arise from time to time and/or paying dividends and/or making any other distribution out of such account from time to time and all actions in relation thereto be approved, ratified and confirmed; and

(f) the directors of the Company be and are hereby authorised to do all such acts and things and execute (under hand or as a deed and where appropriate, under the common seal of the Company) all such documents on behalf of the Company, as they may consider necessary or expedient to give effect to or in connection with the implementation of the Capital Reorganisation.

2. Outline of Capital Reduction

(1) Amount of Share Capital to be Reduced

The amount of the issued Ordinary Shares capital be reduced from approximately HK$18,333,557.76 to approximately HK$183,335.57, and the par value of each issued Ordinary Share and Preferred Share be reduced from HK$0.1 to HK$0.001, respectively.

(2) Method of Capital Reduction

The par value HK$0.1 of each issued, outstanding and fully-paid Ordinary Share and Preferred Share be reduced by HK$0.099 to HK$0.001. The proposed decrease in par value shall become effective subject to and conditional upon (i) the signing by the directors of the Company of a solvency statement in accordance with the requirements of the Companies Act; and (ii) registration by the Registrar of Companies in the Cayman Islands of a copy of the solvency statement and the minute containing the particulars required under the Companies Act with respect to the Capital Reduction, with effect from the date on which the aforesaid conditions are fulfilled.

3. Schedule of Capital Reduction (Planned)

(1)	Date of Board Resolution	November 10, 2026
(2)	Date to be Resolved at the AGM	December 2026 (to be announced as soon as decided)
(3)	Effective Date of Capital Reduction	Filing date (expected to be early in January 2027, to be announced as soon as decided) (Note)

(Note) The special resolution for reducing share capital shall take effect on the date of registration (expected to be early in January 2027) of the minute and relevant documents of the Capital Reduction to the Registrar of Companies in accordance with the Companies Act (As Revised) of the Cayman Islands. The Registrar of Companies may require time for processing the filing, but we are expecting to receive the official certificate of Capital Reduction from the Registrar of Companies in the Cayman Islands within one month from the filing date.

4. Future Outlook

The rights of shareholders are not to change due to this Capital Reduction. In addition, this is to reduce the par value without amending the current Clause 8 of the Memorandum, in accordance with the Companies Act (As Revised) of the Cayman Islands and Articles 4 and 6 of the Articles. This is expected to have no impacts to the performance of the Company.

For reference, exchange rate; buying and selling spot middle rate of telegraphic transfer at MUFG Bank, Ltd. was HKD1= JPY20.08 as of October 30, 2026,

[End]

About Beat Holdings Limited

Beat Holdings is a global investment company, incorporated as an exempted company under the laws of the Cayman Islands, headquartered in Hong Kong, with subsidiaries in Japan, Singapore, Malaysia, Indonesia, China and Canada. Through our subsidiary, Xinhua Mobile Limited (HK), we acquire and license intellectual property rights. Through our subsidiary, GINSMS Inc. (listed on Toronto Venture Exchange, TSXV: GOK), provides software products and services as well. Beat is listed on Tokyo Stock Exchange's Standard Market (TSE: 9399).

For more information, please visit https://www.beatholdings.com/

This is a disclosure document to the public and shall not constitute an offer to invest in the securities of our company. Upon making an investment decision to our company, investors should read documents of disclosures including but not limited to past timely disclosure and statutory disclosure of our company as well, and consider the risk factors together with other information contained therein when making such decision.