

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.



ARTGO HOLDINGS LIMITED

雅高控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3313)

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

Placing Agent



京基證券集團
KINGKEY SECURITIES GROUP

Reference is made to the announcement of ArtGo Holdings Limited (the “**Company**”) dated 5 December 2025 (the “**Announcement**”) in relation to, among other matters, the Placing of new Shares under General Mandate. Capitalised terms used herein shall have the same meanings as defined in the Announcement unless otherwise stated.

COMPLETION OF THE PLACING

The Board is pleased to announce that the conditions set out in the Placing Agreement have been fulfilled on 22 December 2025 and the Completion of the Placing took place on 24 December 2025 in accordance with the terms of the Placing Agreement. An aggregate of 237,010,000 Placing Shares, representing approximately 16.67% of the issued share capital of the Company as at the date of this announcement immediately after the Completion, have been successfully placed to not less than six Placees at the Placing Price of HK\$0.106 per Placing Share.

To the best of the knowledge, information and belief of the Directors, having made all reasonable enquiries, the Placees and their respective ultimate beneficial owners are Independent Third Parties. None of the Placees or their associates became a substantial shareholder (as defined under the Listing Rules) of the Company immediately after the Completion of the Placing.

The gross proceeds from the Placing are approximately HK\$25.12 million and the net proceeds from the Placing, after deducting commission payable to the Placing Agent and other expenses incidental to the Placing, are approximately HK\$24.77 million which are intended to be utilised (i) as to approximately HK\$3.0 million, representing approximately 12.11% of the net proceeds, for general working capital of the Group including rental costs, directors' remuneration, staff expenses, professional fees and other administrative expenses of the Group; (ii) as to approximately HK\$21.77 million, representing approximately 87.89% of the net proceeds, for repayment of Group's current debts and interests. The net price per Placing Share is approximately HK\$0.1045.

EFFECTS ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

Set out below is the shareholding structure of the Company immediately before and after the Completion:

Shareholders	Immediately before Completion		Immediately after Completion	
	<i>Number of Shares</i>	<i>Approximately %</i>	<i>Number of Shares</i>	<i>Approximately %</i>
Wu Jing (Note 1)	6,556,850	0.55	6,556,850	0.46
Qiu Yuyuan (Note 1)	6,000,000	0.51	6,000,000	0.42
Heifeng Casado Co., Limited (Note 2)	273,000,647	23.04	273,000,647	19.20
Xu Xiaodong	138,000,000	11.64	138,000,000	9.70
The Placees	—	—	237,010,000	16.67
Other public Shareholders	<u>761,537,128</u>	<u>64.26</u>	<u>761,537,128</u>	<u>53.55</u>
Total	<u>1,185,094,625</u>	<u>100.00</u>	<u>1,422,104,625</u>	<u>100.00</u>

Note 1: Ms. Wu Jing and Mr. Qiu Yuyuan are executive Directors.

Note 2: Heifeng Casado Co., Limited is wholly owned by Andes Global Financial Investment Limited, which is in turn wholly owned by Andes Global Investment Group Limited. Mr. Yang Haobo is the beneficial owner of 100% shareholding in Andes Global Investment Group Limited.

By order of the Board
ArtGo Holdings Limited
Qiu Yuyuan
Executive Director

Hong Kong, 24 December 2025

As at the date of this announcement, the executive Directors are Ms. Wu Jing, Mr. Tsai Yu Shen, Mr. Wan Jian and Mr. Qiu Yuyuan; the non-executive Director is Mr. Gu Zengcai; and the independent non-executive Directors are Ms. Lung Yuet Kwan, Mr. Hui Yat On and Mr. Zhai Feiquan.