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裕丰昌控股
YUFENGCHANGHOLDINGS
裕豐昌控股有限公司

YUFENGCHANG HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8631)

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

Financial Adviser

首盛資本集團
Alpha Financial Group

Placing Agent

華富建業證券
QUAM SECURITIES

References are made to the announcements of Yufengchang Holdings Limited (the "**Company**") dated (i) 16 January 2026 in relation to the Placing of new Shares under General Mandate; and (ii) 22 January 2026 in relation to the revision of the Long Stop Date (the "**Announcements**"). Unless otherwise defined, capitalised terms used herein shall have the same meanings as defined in the Announcements.

COMPLETION ON THE PLACING

The Board is pleased to announce that all conditions set out in the Placing Agreement have been fulfilled and completion of the Placing took place on 29 January 2026 in accordance with the terms and conditions of the Placing Agreement. A total of 8,000,000 Placing Shares were allotted and issued to not less than six Placees at the Placing Price of HK$0.39 per Placing Share pursuant to the terms and conditions of the Placing Agreement. The 8,000,000 Placing Shares represent (i) 20% of the existing issued share capital of the Company of 40,000,000 Shares before completion of the Placing; and (ii) approximately 16.67% of the issued share capital of the Company as enlarged by the allotment and issue of the Placing Shares.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, (i) each of the Placees and, where appropriate, their respective ultimate beneficial owners, is an Independent Third Party; and (ii) none of the Placees has become a substantial Shareholder upon completion of the Placing.

The gross proceeds from the Placing amounted to approximately HK$3.1 million and the net proceeds, after deduction of all relevant expenses (including but not limited to placing commission, expenses and disbursements) incidental to the Placing, amounted to approximately HK$2.8 million, representing a net issue price of approximately HK$0.35 per Placing Share.

As disclosed in the Announcement, the Company failed to settle outstanding fees due to its professional service providers and several professional service providers have issued demand letters or legal notices for outstanding fees. In addition, as disclosed in the announcement of the Company dated 25 September 2025, the Company received a statutory demand dated 2 September 2025 demanding the Company to pay the settle certain alleged debts. Accordingly, it is intended that the net proceeds arising from the Placing will be used for (i) settlement of outstanding fees to professional service providers and other outstanding expenses; and (ii) as general working capital of the Group.

EFFECT ON SHAREHOLDING STRUCTURE OF THE COMPANY

The shareholding structure of the Company immediately (i) before completion of the Placing; and (ii) after completion of the Placing are set out below:

	Immediately before completion of the Placing		**Immediately after completion of the Placing**	
	Number of Shares	*Approx.%*	*Number of Shares*	*Approx.%*
Mr. Law *(Note)*	28,016,000	70.04%	28,016,000	58.37%
Public Shareholders				
The Placees	–	–%	8,000,000	16.67%
Other public Shareholders	11,984,000	29.96%	11,984,000	24.97%
Total	40,000,000	100.00%	48,000,000	100.00%

Notes:

1. Mr. Law is directly interested in 25,563,000 Shares and indirectly interested in 2,453,000 Shares held by Fully Fort Group Limited, a company incorporated in the British Virgin Islands with limited liability and wholly-owned by himself, in which Mr. Law is deemed to be interested in under the SFO.

2. Percentages shown are rounded to the nearest 2 decimal places and may not add up to 100% due to rounding.

By order of the Board
Yufengchang Holdings Limited
Law Ming Yik
Chairman and Executive Director

Hong Kong, 29 January 2026

As at the date of this announcement, the executive Directors of the Company are Mr. LAW Ming Yik (Chairman) and Mr. LEUNG Cheuk Wai (Chief Executive Officer); and the independent non-executive Directors of the Company are Mr. WONG Ka Chun Matthew, Mr. CHAN Ting Fung and Ms. MAK Suet Man.

This announcement, for which the directors of the Company 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 HKExnews website at www.hkexnews.hk for at least 7 days from the date of its posting. This announcement will also be published on the Company's website at www.skhl.com.hk.

This announcement is prepared in both English and Chinese. In the event of inconsistency, the English text of the notice shall prevail over the Chinese text.