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AGTech Holdings Limited
亞博科技控股有限公司*
(incorporated in Bermuda with limited liability)
(Stock Code: 8279)

RENEWAL OF CONTINUING CONNECTED TRANSACTIONS IN RELATION TO THE PROVISION OF PAYMENT SERVICES AND RELATED SERVICES

RENEWAL OF CONTINUING CONNECTED TRANSACTIONS

Reference is made to (i) the announcement of the Company dated December 21, 2023 on the renewal of continuing connected transactions for the provision of payment services and related services under the 2023 Framework Agreement; and (ii) the announcement of the Company dated December 12, 2025 on the revision of the annual cap relating to the provision of payment related services for the financial year ending March 31, 2026 under the 2023 Framework Agreement.

As the 2023 Framework Agreement will expire soon on March 31, 2026, the Company entered into the 2026 PS Framework Agreement with Alipay, Alipay Connect and Ant Bank (Macao) on March 30, 2026 to renew certain existing continuing connected transactions under the 2023 Framework Agreement for a term commencing from the PS Effective Date to March 31, 2029 and to set the annual caps for the transactions contemplated thereunder for the aforesaid period (i.e. the PS Annual Caps).

GEM LISTING RULES IMPLICATIONS

As at the date of this announcement, Ali Fortune, the controlling shareholder of the Company, is indirectly owned as to 60% and 40% by Alibaba Holding and AIC respectively. Ant Holdco is indirectly held by Alibaba Holding as to approximately 33% of its equity interest. Alipay is a direct wholly-owned subsidiary of Ant Holdco, and hence is an associate of Alibaba Holding and a connected person of the Company. Ant Bank (Macao) is held as to approximately 51.5% by an indirect wholly-owned subsidiary of the Company and as to approximately 48.5% by two indirect wholly-owned subsidiaries of AIC, and hence, by virtue of such relationship and based on the information currently available to the Company, Ant Bank (Macao) may constitute a connected subsidiary of the Company. As Alipay Connect is an indirect wholly-owned subsidiary of AIC, and by virtue of such relationship and based on the information currently available to the Company, it is a connected person of the Company. Therefore the 2026 PS Framework Agreement and the transactions contemplated thereunder between (i) the Group and (ii) the PS Entities and Ant Bank (Macao) constitute continuing connected transactions for the Company under Chapter 20 of the GEM Listing Rules.

As one or more applicable percentage ratios with respect to (i) the highest annual cap of the service fees payable by the Group to the PS Entities for the Alipay Payment Related Services under the 2026 PS Framework Agreement are more than 0.1% but all of them are less than 5%; and (ii) the highest annual cap of the service fees payable by the PS Entities to the Group for the MP Payment Related Services under the 2026 PS Framework Agreement are more than 0.1% but all of them are less than 5%, the Transactions (including the Alipay PRS Annual Caps and the MP Annual Caps) are subject to the reporting, announcement and annual review requirements but are exempt from the circular and independent shareholders' approval requirements under Chapter 20 of the GEM Listing Rules.

BACKGROUND

Reference is made to (i) the announcement of the Company dated December 21, 2023 on the renewal of continuing connected transactions for the provision of payment services and related services under the 2023 Framework Agreement; and (ii) the announcement of the Company dated December 12, 2025 on the revision of the annual cap relating to the provision of payment related services for the financial year ending March 31, 2026 under the 2023 Framework Agreement.

As the 2023 Framework Agreement will expire soon on March 31, 2026, the Company entered into the 2026 PS Framework Agreement with Alipay, Alipay Connect and Ant Bank (Macao) on March 30, 2026 to renew certain existing continuing connected transactions under the 2023 Framework Agreement for a term commencing from the PS Effective Date to March 31, 2029 and to set the annual caps for the transactions contemplated thereunder for the aforesaid period (i.e. the PS Annual Caps).

2026 PS FRAMEWORK AGREEMENT

The principal terms of the 2026 PS Framework Agreement are set out below:

Date

March 30, 2026

Parties

(1) The Company (for itself and on behalf of its direct or indirect subsidiaries);

(2) Ant Bank (Macao);

(3) Alipay (for itself and on behalf of its direct or indirect subsidiaries and affiliated companies); and

(4) Alipay Connect (for itself and on behalf of its direct or indirect subsidiaries and affiliated companies).

Term:

The term of the 2026 PS Framework Agreement shall commence from the PS Effective Date to March 31, 2029.

Scope of Services and Pricing Basis

Pursuant to the 2026 PS Framework Agreement, (i) the Company and (ii) Alipay, Alipay Connect, and Ant Bank (Macao) may from time to time enter into or procure their respective subsidiaries and/or affiliated companies to enter into specific agreements (or supplemental agreements thereto) (collectively, the "**Specific Execution Agreements**") for the provision to each other of the services specified in the 2026 PS Framework Agreement. Those Specific Execution Agreements will set out detailed terms of the transactions (including but not limited to the details of business cooperation, scope of services, service fees and payment terms) in accordance with the general terms agreed in the 2026 PS Framework Agreement.

According to the 2026 PS Framework Agreement, the pricing and other terms of the 2026 PS Framework Agreement and the Specific Execution Agreements shall be determined in the ordinary and usual course of business on normal commercial terms (as defined under the GEM Listing Rules) and shall be negotiated on an arm's length basis between the parties thereto.

(a) Details of the services to be provided by the PS Entities to the Group under the 2026 PS Framework Agreement, subject to the approval of the relevant regulatory authorities and the terms of the Specific Execution Agreements, and the relevant pricing basis, are set out below:

(i) Alipay Payment Related Services

The PS Entities shall provide to the Group (including but not limited to Macau Pass) with payment-related platform payment services and other payment-related services (collectively, the "**Alipay Payment Related Services**"), including granting the Group, as a business partner, access to Alipay+ and the provision by Alipay+ of relevant platform services and support (covering both online and offline business cooperation scenarios).

The service fees in respect of the Alipay Payment Related Services payable by Group to the PS Entities shall fall within the range of 0.1%–1.88% of the transaction amount and such fee rates are within the normal range of service fees charged by the PS Entities to other independent third party business partners.

Alipay and Alipay Connect shall, from time to time, discuss with the Group the granting of service fee discounts or service fee waivers to the Group on a case by case basis. The terms offered by the PS Entities to the Group shall be no less favorable than those offered to other independent third parties in the same region. Where the PS Entities grant discounts or waivers to other independent third parties on prices for similar transactions, the Group shall be entitled to enjoy discounts or waivers on terms no less favorable than those granted to such other independent third parties.

(b) Details of the services to be provided by the Group to the PS Entities and Ant Bank (Macao) under the 2026 PS Framework Agreement, subject to the approval of the relevant regulatory authorities and the terms of the Specific Execution Agreements, and the relevant pricing basis, are set out below:

(i) MP Payment Related Services

Macau Pass and other members of the Group shall provide e-wallet services in Macau (including but not limited to Macau Pass participating as business partners of the Alipay+ for online or offline business scenarios) (the "**MP Payment Related Services**").

The pricing basis of the service fees in respect of the MP Payment Related Services payable by the PS Entities to the Group shall be within the range of 0.1% to 3% of the transaction amount, which is determined based on a number of factors, including but not limited to the countries, regions, industries of merchants involved in the cross-border transactions, the monthly transaction volume and whether the transaction is conducted online or offline, and shall be within the normal range of service fees payable by the PS Entities to other independent third party payment service providers.

(ii) AGTech Technical Services

The Group shall provide payment-related technical services and hardware and software resources to the PS Entities and Ant Bank (Macao) (collectively, the "**AGTech Technical Services**").

The service fees in respect of the AGTech Technical Services payable by the PS Entities and Ant Bank (Macao) to the Group will be based on the scope of services and shall be within the normal range of service fees chargeable by the Group to other independent third parties. The annual caps of the service fees in respect of the AGTech Technical Services payable by the PS Entities and Ant Bank (Macao) to the Group during the term of the 2026 PS Framework Agreement are less than HK$3 million and below the de minimis threshold, and are exempt from the disclosure and independent shareholders' approval requirements under Chapter 20 of the GEM Listing Rules. Details of the AGTech Technical Services are disclosed in this announcement for information purpose only.

Payment Terms

All of the service fees chargeable under the 2026 PS Framework Agreement shall be settled pursuant to the payment terms set out in the Specific Execution Agreements to be entered into between the parties thereto, which shall be within a few working days from the date of transactions or on a monthly basis (as the case may be).

HISTORICAL TRANSACTION AMOUNTS AND BASIS OF DETERMINING THE ANNUAL CAPS

Alipay Payment Related Services

Historical amounts of the service fees for the payment related services

Set out in the table below were the historical amounts of the service fees for the payment related services paid by the Group to Alipay, Alipay Singapore, Ant Bank (Macao) and their respective subsidiaries under the 2023 Framework Agreement for the three months ended March 31, 2024, the year ended March 31, 2025 and the eleven months from April 1, 2025 to February 28, 2026 (the "**Track Record Period**"):

For the three months ended March 31, 2024	**For the year ended March 31, 2025**	**For the eleven months from April 1, 2025 to February 28, 2026**
HK$'000	*HK$'000*	*HK$'000*
346	2,391	3,340

The annual caps for the service fees for the Alipay Payment Related Services

The table below sets forth the annual caps for the service fees for the Alipay Payment Related Services (the "**Alipay PRS Annual Caps**") payable by the Group to the PS Entities under the 2026 PS Framework Agreement for the period from the PS Effective Date to March 31, 2029:

For the period from the PS Effective Date to March 31, 2027	**For the year ending March 31, 2028**	**For the year ending March 31, 2029**
HK$'000	*HK$'000*	*HK$'000*
7,000	8,000	9,000

Basis for determining the Alipay PRS Annual Caps

The Alipay PRS Annual Caps are determined mainly with reference to:

(i) the historical volume of payment related services demanded by the Group and the service fees paid by the Group under the 2023 Framework Agreement during the Track Record Period;

(ii) the expected demand of the Group for the Alipay Payment Related Services during the term of the 2026 PS Framework Agreement;

(iii) the rates of service fees for the Alipay Payment Related Services to be charged by the PS Entities under the 2026 PS Framework Agreement; and

(iv) certain buffer for additional demand for the Alipay Payment Related Services that may be required by the Group.

MP Payment Related Services

Historical amounts of the service fees for the payment related services

Set out in the table below were the historical amounts of the service fees for the payment related services paid by Alipay, Alipay Singapore, Ant Bank (Macao) and their respective subsidiaries to the Group under the 2023 Framework Agreement for the Track Record Period:

For the three months ended March 31, 2024	For the year ended March 31, 2025	For the eleven months from April 1, 2025 to February 28, 2026
HK$'000	*HK$'000*	*HK$'000*
1,072	5,735	6,683

The annual caps for the service fees for the MP Payment Related Services

The table below sets forth the annual caps for the service fees for the MP Payment Related Services (the "**MP Annual Caps**") payable by the PS Entities to the Group under the 2026 PS Framework Agreement for the period from the PS Effective Date to March 31, 2029:

For the period from the PS Effective Date to March 31, 2027	For the year ending March 31, 2028	For the year ending March 31, 2029
HK$'000	*HK$'000*	*HK$'000*
14,000	16,000	18,000

Basis for determining the MP Annual Caps

The MP Annual Caps are determined mainly with reference to:

(i) the historical volume of the payment related services demanded by Alipay, Alipay Singapore, Ant Bank (Macao) and their respective subsidiaries under the 2023 Framework Agreement during the Track Record Period;

(ii) the expected demand of the PS Entities for the MP Payment Related Services during the term of the 2026 PS Framework Agreement;

(iii) the rates of service fees for the MP Payment Related Services to be charged by the Group under the 2026 PS Framework Agreement; and

(iv) certain buffer for additional demand for the MP Payment Related Services that may be required by the PS Entities.

INTERNAL CONTROL MEASURES

The Group has internal control measures in place to monitor the utilization of the PS Annual Caps, which require the submission of monthly reports on the accumulated amounts of the Transactions by the finance team of the Group to the Group's chief financial officer, company secretary and the person in charge of the Group's internal control function. The company secretary shall promptly liaise with the business team of the Group as and when the PS Annual Caps have been 70% utilized in order to agree and implement measures to control and avoid exceeding any of the annual caps. As part of the overall monitoring of the Transactions, sample checks would be conducted by the Group's internal audit department at least annually on, among other things, the pricing, payment terms and the utilization of the PS Annual Caps. In addition, the Transactions would be subject to annual review by the independent non-executive Directors and the external auditors of the Company of their terms, the Alipay PRS Annual Caps and the MP Annual Caps, and the Company is required to report the findings of such annual review in its annual report in compliance with the GEM Listing Rules.

REASONS FOR AND BENEFITS OF ENTERING INTO THE 2026 PS FRAMEWORK AGREEMENT

The Board considers that the Transactions will foster closer cooperation among the Group (in particular, Macau Pass), the PS Entities and Ant Bank (Macao) in respect of the Group's business in Macau and Macau Pass' cross-border payment business outside Macau or in the Guangdong-Hong Kong-Macau Greater Bay Area, thereby enhancing the source of revenue of the Group.

The Directors (including the independent non-executive Directors) are of the view that the terms of the 2026 PS Framework Agreement and the PS Annual Caps are fair and reasonable, the Transactions are on normal commercial terms and the entering into of the 2026 PS Framework Agreement is in the ordinary and usual course of business of the Group and in the interests of the Company and the Shareholders as a whole.

As (i) Ms. Qin Yuehong is an employee of Alibaba Group; (ii) Mr. Sun Ho is a director and the chairman of the board of directors of Ant Bank (Macao); and (iii) Mr. Ji Gang is an employee of Ant Group, each of these Directors is deemed or may be perceived to have a material interest in the 2026 PS Framework Agreement and the transactions contemplated under these agreements (including the PS Annual Caps), and had therefore abstained from voting on the Board resolutions for approval in this respect. Other than the aforesaid Directors, no other Directors have a material interest in the 2026 PS Framework Agreement or are required to abstain from voting on the resolution(s) passed by the Board approving the 2026 PS Framework Agreement, the Transactions and the PS Annual Caps.

GEM LISTING RULES IMPLICATIONS

As at the date of this announcement, Ali Fortune, the controlling shareholder of the Company, is indirectly owned as to 60% and 40% by Alibaba Holding and AIC respectively. Ant Holdco is indirectly held by Alibaba Holding as to approximately 33% of its equity interest. Alipay is a direct wholly-owned subsidiary of Ant Holdco, and hence is an associate of Alibaba Holding and a connected person of the Company. Ant Bank (Macao) is held as to approximately 51.5% by an indirect wholly-owned subsidiary of the Company and as to approximately 48.5% by two indirect wholly-owned subsidiaries of AIC, and hence, by virtue of such relationship and based on the information currently available to the Company, Ant Bank (Macao) may constitute a connected subsidiary of the Company. As Alipay Connect is an indirect wholly-owned subsidiary of AIC, and by virtue of such relationship and based on the information currently available to the Company, it is a connected person of the Company. Therefore the 2026 PS Framework Agreement and the transactions contemplated thereunder between (i) the Group and (ii) the PS Entities and Ant Bank (Macao) constitute continuing connected transactions for the Company under Chapter 20 of the GEM Listing Rules.

As one or more applicable percentage ratios with respect to (i) the highest annual cap of the service fees payable by the Group to the PS Entities for the Alipay Payment Related Services under the 2026 PS Framework Agreement are more than 0.1% but all of them are less than 5%; and (ii) the highest annual cap of the service fees payable by the PS Entities to the Group for the MP Payment Related Services under the 2026 PS Framework Agreement are more than 0.1% but all of them are less than 5%, the Transactions (including the Alipay PRS Annual Caps and the MP Annual Caps) are subject to the reporting, announcement and annual review requirements but are exempt from the circular and independent shareholders' approval requirements under Chapter 20 of the GEM Listing Rules.

INFORMATION ABOUT THE PARTIES

The Company, the Group, Ant Bank (Macao) and Macau Pass

The Company was incorporated in Bermuda and the Shares are listed on GEM of the Stock Exchange. As a banking and comprehensive digital financial technology group, the Group's core business covers full-scale banking services, digital payment services, local consumer services and lottery business.

Ant Bank (Macao) was incorporated under the laws of Macau with limited liability. Being an indirect non-wholly owned subsidiary of the Company, Ant Bank (Macao) is a licensed commercial bank in Macau principally engaged in full-scale banking services and digital payment services. As at the date of this announcement, Ant Bank (Macao) is held as to approximately 51.5% by an indirect wholly-owned subsidiary of the Company and as to approximately 48.5% by two indirect wholly-owned subsidiaries of AIC.

Macau Pass was incorporated under the laws of Macau with limited liability. Being an indirect wholly-owned subsidiary of the Company, Macau Pass is a leading payment service provider in Macau and is an "other financial institution" licensed under AMCM. It is principally engaged in providing payment card services via "Macau Pass Cards", e-wallet services and acquiring services in Macau.

Alipay and Ant Holdco

Alipay was established under the laws of the PRC with limited liability. Being a direct wholly-owned subsidiary of Ant Holdco, Alipay is principally engaged in the provision of internet payment, mobile phone payment, card acquiring and related services.

Ant Holdco is a company established in the PRC and through technological innovation, Ant Holdco supports its partners in providing inclusive, convenient digital lifestyle and digital financial services to consumers and SMEs. In addition, Ant Holdco has been introducing new technologies and products to support the digital transformation of industries and facilitate collaboration. Working together with global partners, Ant Holdco enables merchants and consumers to make and receive payments and remit around the world. As at the date of this announcement, Junhan and Jun'ao held approximately 31% and 22% of Ant Holdco's total issued shares, respectively. Xingtao was the executive partner and general partner of Junhan; Yunbo was the executive partner and general partner of Jun'ao; and each of Xingtao and Yunbo was held by five individuals as to 20% each. The remaining issued shares in Ant Holdco were held as to approximately 33% by Taobao (China) Software Co., Ltd.* (淘寶(中國)軟件有限公司), an indirect wholly-owned subsidiary of Alibaba Holding, and as to approximately 14% by other minority shareholders.

Alipay Connect and AIC

Alipay Connect was incorporated in Singapore with limited liability. Being an indirect wholly-owned subsidiary of AIC, Alipay Connect is a payment service operator and its principal activity is the provision of global mobile payment and marketing solution suite.

AIC was incorporated in the Cayman Islands with limited liability. AIC is an associated company (for accounting purpose) of both Alibaba Holding and Ant Holdco. AIC is an investment holding company.

Alibaba Holding and Alibaba Group

Alibaba Holding is a company incorporated in the Cayman Islands, with its American depositary shares, each representing eight ordinary shares, listed on the New York Stock Exchange (Stock Symbol: BABA), and its ordinary shares listed on the Main Board of the Stock Exchange (Stock Codes: 9988 (HKD Counter) and 89988 (RMB Counter)). Alibaba Group is a global technology company focused on e-commerce and cloud computing.

Alibaba Group's mission is to make it easy to do business anywhere. Alibaba Group does not pursue size or power, and it aspires to be a good company that will last for 102 years.

DEFINITIONS

Unless otherwise stated, the following expressions have the following meanings in this announcement:

"2023 Framework Agreement"	the business cooperation framework agreement dated December 21, 2023 entered into among the Company, Alipay, Alipay Singapore and Ant Bank (Macao) in relation to, among other things, the provision of payment services and related services
"2026 PS Framework Agreement"	the business cooperation framework agreement dated March 30, 2026 entered into among the Company, Alipay, Alipay Connect and Ant Bank (Macao) in relation to, among other things, the provision of payment services and related services
"affiliated company(ies)", "associate(s)", "connected person(s)", "controlling shareholder", "percentage ratio(s)", and "subsidiary(ies)"	each has the meaning ascribed to it under the GEM Listing Rules
"AGTech Technical Services"	has the meaning ascribed to it under the section headed "2026 PS FRAMEWORK AGREEMENT – Scope of Services and Pricing Basis – (b)(ii) AGTech Technical Services" in this announcement
"AIC"	Ant International (Cayman) Holding Limited, a company incorporated in the Cayman Islands with limited liability
"Ali Fortune"	Ali Fortune Investment Holding Limited, a company incorporated under the laws of the British Virgin Islands and the controlling shareholder of the Company
"Alibaba Group"	Alibaba Holding and its subsidiaries from time to time
"Alibaba Holding"	Alibaba Group Holding Limited, a company incorporated in the Cayman Islands, with its American depository shares, each representing eight ordinary shares, listed on the New York Stock Exchange (Stock Symbol: BABA) and its ordinary shares listed on the Main Board of the Stock Exchange (Stock Codes: 9988 (HKD Counter) and 89988 (RMB Counter))

"Alipay"	支付寶支付科技有限公司(Alipay Payment Technology Co., Ltd.*) (formerly known as 支付寶(中國)網絡技術有限公司 (Alipay.com Co., Ltd.*)), a company established under the laws of the PRC with limited liability and a direct wholly-owned subsidiary of Ant Holdco
"Alipay Connect"	Alipay Connect Pte. Ltd., a company incorporated in Singapore with limited liability and an indirect wholly-owned subsidiary of AIC
"Alipay Payment Related Services"	has the meaning ascribed to it under the section headed "2026 PS FRAMEWORK AGREEMENT – Scope of Services and Pricing Basis – (a)(i) Alipay Payment Related Services" in this announcement
"Alipay PRS Annual Caps"	has the meaning ascribed to it under the section headed "HISTORICAL TRANSACTION AMOUNTS AND BASIS OF DETERMINING THE ANNUAL CAPS – Alipay Payment Related Services – The annual caps for the service fees for the Alipay Payment Related Services" in this announcement
"Alipay Singapore"	Alipay Singapore Holding Pte. Ltd., a company incorporated in Singapore and an indirect wholly-owned subsidiary of Ant Holdco
"Alipay+"	a suite of global cross-border digital payment and marketing solutions launched by Ant Group
"AMCM"	Autoridade Monetária de Macau (the Monetary Authority of Macau)
"Ant Bank (Macao)"	Ant Bank (Macao) Limited, a company incorporated under the laws of Macau with limited liability and an indirect non-wholly owned subsidiary of the Company
"Ant Group"	Ant Holdco and its subsidiaries from time to time
"Ant Holdco"	Ant Group Co., Ltd. (螞蟻科技集團股份有限公司), a company organized under the laws of the PRC
"Board"	board of Directors

"Company"	AGTech Holdings Limited, a company incorporated in Bermuda with limited liability, the issued Shares of which are listed on GEM of the Stock Exchange (Stock Code: 8279)
"Director(s)"	the director(s) of the Company
"GEM Listing Rules"	the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited
"Group"	the Company and its subsidiaries
"HK$" or "HKD"	Hong Kong dollar, the lawful currency of Hong Kong
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Jun'ao"	Hangzhou Jun'ao Equity Investment Partnership (Limited Partnership)* (杭州君澳股權投資合夥企業(有限合夥)), a limited liability partnership established under the laws of the PRC which holds approximately 22% equity interest in Ant Holdco
"Junhan"	Hangzhou Junhan Equity Investment Partnership (Limited Partnership)* (杭州君瀚股權投資合夥企業(有限合夥)), a limited liability partnership established under the laws of the PRC which holds approximately 31% equity interest in Ant Holdco
"Macau"	the Macao Special Administrative Region of the PRC
"Macau Pass"	Macau Pass S.A., a company incorporated under the laws of Macau and an indirect wholly-owned subsidiary of the Company
"MP Annual Caps"	has the meaning ascribed to it under the section headed "HISTORICAL TRANSACTION AMOUNTS AND BASIS OF DETERMINING THE ANNUAL CAPS – MP Payment Related Services – The annual caps for the service fees for the MP Payment Related Services" in this announcement

"MP Payment Related Services"	has the meaning ascribed to it under the section headed "2026 PS FRAMEWORK AGREEMENT – Scope of Services and Pricing Basis – (b)(i) MP Payment Related Services" in this announcement
"PRC"	the People's Republic of China which, for the purpose of this announcement, refers to Chinese Mainland only
"PS Annual Caps"	the maximum amounts of annual service fees in relation to the transactions contemplated under the 2026 PS Framework Agreement
"PS Effective Date"	April 1, 2026 or the date of the satisfaction of all necessary approval requirements and procedures under the GEM Listing Rules for the 2026 PS Framework Agreement and the transactions contemplated thereunder by the Company, whichever is later
"PS Entities"	Alipay and Alipay Connect together with their respective subsidiaries and affiliated companies from time to time
"Share(s)"	ordinary share(s) of HK$0.002 each in the share capital of the Company
"Shareholders"	holder(s) of the Share(s)
"Specific Execution Agreement(s)"	has the meaning ascribed to it under the section headed "2026 PS FRAMEWORK AGREEMENT – Scope of Services and Pricing Basis" in this announcement
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Track Record Period"	has the meaning ascribed to it under the section headed "HISTORICAL TRANSACTION AMOUNTS AND BASIS OF DETERMINING THE ANNUAL CAPS – Alipay Payment Related Services – Historical amounts of the service fees for the Alipay Payment Related Services" in this announcement
"Transactions"	the transactions contemplated under the 2026 PS Framework Agreement

"Xingtao"	Hangzhou Xingtao Enterprise Management Consultancy Co., Ltd.* (杭州星滔企業管理諮詢有限公司), a company established under the laws of the PRC with limited liability and is the executive partner and general partner of Junhan
"Yunbo"	Hangzhou Yunbo Investment Consultancy Co., Ltd.* (杭州雲鉑投資諮詢有限公司), a company established under the laws of the PRC with limited liability and is the executive partner and general partner of Jun'ao
"%"	per cent

By order of the Board
AGTech Holdings Limited
Sun Ho
Chairman & CEO

Hong Kong, March 30, 2026

* *For identification purposes only*

As at the date of this announcement, the Board comprises (i) Mr. Sun Ho and Ms. Hu Taoye as executive Directors; (ii) Ms. Qin Yuehong and Mr. Ji Gang as non-executive Directors; and (iii) Mr. Chow Siu Lui, Mr. Chan Ka Leong and Ms. Yuen Kit Ming Fanny 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 HKEXnews website operated by the Stock Exchange at www.hkexnews.hk for at least seven days from the day of its posting and will be published on the website of the Company at www.agtech.com.