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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)

**PROPOSED CHANGE OF COMPANY NAME
AND
PROPOSED AMENDMENTS TO THE BYE-LAWS**

PROPOSED CHANGE OF COMPANY NAME

The board (the “**Board**”) of directors (the “**Director(s)**”) of AGTech Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) proposes to change the English name of the Company from “AGTech Holdings Limited” to “GoldRock Fintech Group Limited” and to adopt and register in Bermuda the Chinese name “金鼎金融科技集團有限公司” as the Company’s secondary name to replace its existing Chinese name “亞博科技控股有限公司”, which has been adopted by the Company for identification purpose only but not currently registered in Bermuda (the “**Proposed Change of Company Name**”).

Conditions for the Proposed Change of Company Name

The Proposed Change of Company Name is subject to the satisfaction of the following conditions:

- (i) the passing of a special resolution by the shareholders of the Company (the “**Shareholders**”) at the forthcoming annual general meeting of the Company (the “**AGM**”) approving the Proposed Change of Company Name; and
- (ii) the Registrar of Companies in Bermuda having approved the Proposed Change of Company Name.

Subject to the satisfaction of the conditions set out above, the Proposed Change of Company Name will take effect from the date of entry of the proposed new English name and the secondary name in Chinese on the register maintained by the Registrar of Companies in Bermuda. Thereafter, the Company will then carry out all necessary registration and filing procedures with the Companies Registry in Hong Kong.

Reasons for the Proposed Change of Company Name

The Board considers that the Proposed Change of Company Name will: (i) more accurately represent the Group's established position as a comprehensive financial technology group; (ii) further enhance market recognition and the Group's profile among users, merchants, financial institutions, business partners and investors; and (iii) support the Group's continued growth and commercial development in its existing and adjacent business areas.

The Board is therefore of the view that the Proposed Change of Company Name is in the best interests of the Company and the Shareholders as a whole.

Effect of the Proposed Change of Company Name

The Proposed Change of Company Name will not affect any of the rights of the Shareholders. Once the Proposed Change of Company Name becomes effective, share certificates of the Company will be issued in the new names of the Company. However, all existing share certificates in issue bearing the existing name of the Company will, after the Proposed Change of Company Name becomes effective, continue to be prima facie evidence of legal title to the ordinary shares of the Company under the new names of the Company and be valid for trading, settlement, registration and delivery purposes. Accordingly, there will not be any arrangement for exchange of the existing share certificates of the Company for new share certificates bearing the new names of the Company.

Subject to the confirmation by The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), the English and Chinese stock short names of the Company for trading in the securities of the Company on the Stock Exchange will also be changed after the Proposed Change of Company Name becomes effective.

PROPOSED AMENDMENTS TO THE BYE-LAWS AND PROPOSED ADOPTION OF THE NEW BYE-LAWS

The Board proposes to amend the existing bye-laws of the Company (the “**Bye-laws**”) to, inter alia, (i) bring the existing Bye-laws in line with the latest regulatory regime, including the latest legal and regulatory requirements in connection with treasury shares and the electronic dissemination of corporate communications by listed issuers; (ii) enable the Shareholders to give instructions, receive corporate action proceeds and pay subscription monies for offers to subscribe for new securities by electronic means; (iii) prepare for and reflect the uncertificated securities market regime; and (iv) make certain

consequential and other housekeeping amendments (including those arising from the Proposed Change of Company Name) (collectively, the “**Proposed Bye-laws Amendments**”). In view of the number of amendments proposed to be made to the existing Bye-laws, the Board proposed that the new bye-laws of the Company (the “**New Bye-laws**”), which consolidate all the proposed amendments to the existing Bye-laws, be adopted as the bye-laws of the Company in substitution for, and to the exclusion of, the existing Bye-laws.

The Proposed Bye-laws Amendments and the proposed adoption of the New Bye-laws are subject to the passing of a special resolution by the Shareholders at the AGM. Upon such approval, the Proposed Bye-laws Amendments and the proposed adoption of the New Bye-laws shall take effect upon the Proposed Change of Company Name becoming effective.

GENERAL

The AGM will be convened for the Shareholders to consider and, if thought fit, approve, among other things, the Proposed Change of Company Name, the Proposed Bye-laws Amendments and the proposed adoption of the New Bye-laws. A circular containing, among other things, details of the Proposed Change of Company Name, the Proposed Bye-laws Amendments and the proposed adoption of the New Bye-laws, together with a notice of the AGM, and the related proxy form will be sent to the Shareholders in due course in accordance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”).

Pursuant to Rule 23.05A of the GEM Listing Rules, the trustees holding unvested shares of a share scheme, whether directly or indirectly, shall abstain from voting on matters that require Shareholders’ approval under the GEM Listing Rules, unless otherwise required by law to vote in accordance with the beneficial owner’s direction and such a direction is given. The trustees of the share award scheme adopted by the Company on March 17, 2017, who hold 114,120,118 shares of the Company (representing approximately 0.98% of the issued share capital of the Company) as at the date of this announcement, will be required to abstain from voting on all the resolutions, including but not limited to those relating to the Proposed Change of Company Name, the Proposed Bye-laws Amendments and the proposed adoption of the New Bye-laws, at the AGM. Save for the aforesaid, to the best of the Directors’ knowledge, information and belief, and having made all reasonable enquiries, no other Shareholder will be required to abstain from voting on any of the resolutions, including but not limited to those relating to the Proposed Change of Company Name, the Proposed Bye-laws Amendments and the proposed adoption of the New Bye-laws, at the AGM. For the avoidance of doubt, holders of treasury shares of the Company, if any, shall abstain from voting at the AGM in connection with such treasury shares.

Further announcement(s) will be issued by the Company as and when appropriate in relation to, among other things, the poll results of the AGM, the effective date of the Proposed Change of Company Name, the Proposed Bye-laws Amendments and the proposed adoption of the New Bye-laws, the corresponding new Chinese and English stock short names for trading of the securities of the Company on the Stock Exchange, the new logo and the new website of the Company.

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

Hong Kong, August 3, 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.