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ARTA TECHFIN CORPORATION LIMITED

裕承科金有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 279)

CONTINUING CONNECTED TRANSACTIONS
SUPPLEMENTAL TO INVESTMENT MANAGEMENT AGREEMENT

Reference is made to the announcement of Arta TechFin Corporation Limited (the "**Company**") dated 1 July 2024 (the "**Announcement**") in relation to the IMA between Concord and Arta Asset Management. Unless otherwise defined, capitalised terms used herein have the same meanings as defined in the Announcement.

THE SUPPLEMENTAL AGREEMENT

The Board announces that Arta Asset Management, a wholly-owned subsidiary of the Company, entered into a supplemental agreement (the "**Supplemental Agreement**") with Concord on 3 October 2025 (after trading hours) to revise certain terms of the IMA.

Pursuant to the Supplemental Agreement, the parties agreed that the management fee shall be charged at the rate of 1%, accrued monthly on the net asset value of the investment portfolio, and payable from the assets of the investment portfolio within 15 days after the end of each calendar month.

Save for the aforesaid revision of terms, all other terms and conditions of the IMA and the relevant annual caps remain substantially unchanged.

REASONS FOR AND BENEFITS OF ENTERING INTO THE SUPPLEMENTAL AGREEMENT

The Company is an investment holding company. A number of its subsidiaries are licensed by the SFC to engage in regulated activities under the SFO. The Group is principally engaged in the financial services sector with the capability to provide a full suite of SFO regulated services, including securities and futures brokerage, placing, underwriting, corporate advisory, margin financing services, asset management services, investment advisory services and insurance brokerage services.

The amended terms under the IMA and the Supplemental Agreement are a commercial response to the current market environment, ensuring the continued provision of investment management services to Concord on a basis that is sustainable and fair. This adjustment supports the Group's long-term strategic objective of navigating the challenging operating environment and securing the stability of its asset management business.

Taking into account the above and the terms of the IMA (as amended by the Supplemental Agreement), the Directors (including the independent non-executive Directors) are of the view that the terms of the IMA (as amended by the Supplemental Agreement) are fair and reasonable and are on normal commercial terms and the entering into of the same as in the ordinary and usual course of business of the Group and is in the interests of the Company and the Shareholders as a whole.

INTERNAL CONTROL MEASURES

The Company's independent non-executive Directors will continuously monitor the Group's continuing connected transactions, including but not limited to the continuing connected transactions contemplated under the IMA (as amended by the Supplemental Agreement), on an on-going basis in accordance with the requirements of Chapter 14A of the Listing Rules.

Each year, the independent non-executive Directors will carefully consider whether all of the continuing connected transactions of the Group are entered into in the ordinary and usual course of business of the Group, on normal commercial terms or better, and are conducted according to the agreement governing them on terms that are fair and reasonable and in the interests of Shareholders as a whole.

In addition, Directors who have or may be perceived to have conflicts of interests, such as Directors who hold controlling interests in the connected persons, will not participate in any meetings or discussions of the Board, or be included in any decision-making processes relating to such conflicting matters.

IMPACT OF THE REVISED ANNUAL CAP ON THE COMPANY

The continuing connected transactions under the IMA (as amended by the Supplemental Agreement) will continue to be conducted on a fair and reasonable basis and in accordance with the Company's established internal control and approval procedures. These transactions will not have any material adverse impact on the Company's financial position or operating results, nor will they affect the Company's independence.

LISTING RULES IMPLICATIONS

As at the date of this announcement, Dr. Cheng is the ultimate beneficial owner of Radiant Alliance Limited, which holds 551,071,253 Shares, representing approximately 43.31% of the total issued Shares. Additionally, Dr. Cheng has a majority interest in Perfect Path Global Limited, which holds 258,432,928 Shares, representing approximately 20.31% of the total issued Shares. Furthermore, Dr. Cheng and his associates have a majority interest in Concord. Therefore, Concord is an associate of Dr. Cheng and a connected person of the Company under the Listing Rules. Accordingly, the transaction contemplated under the IMA (as amended by the Supplemental Agreement) constitutes a continuing connected transaction of the Company under Chapter 14A of the Listing Rules.

Pursuant to Rule 14A.54(2) of the Listing Rules, if the Company proposes to effect a material change to the terms for continuing connected transaction(s), it is required to re-comply with the provisions of Chapter 14A of the Listing Rules applicable to the relevant continuing connected transaction(s).

As the applicable percentage ratios under the Listing Rules for the annual cap for the service fees payable by Concord under the IMA are less than 25% and the total consideration is less than HK$10 million, the transaction contemplated under the IMA is subject only to the reporting, announcement and annual review requirements but is exempt from the circular (including independent financial advice) and shareholders' approval requirements under Chapter 14A of the Listing Rules.

By order of the Board
Arta TechFin Corporation Limited
Xu Hao
Chief Executive Officer

Hong Kong, 3 October 2025

As at the date of this announcement, the Board of the Company comprises Dr. Cheng Chi-Kong, Adrian SBS, JP (Chairman) as Non-executive Director, Mr. Xu Hao (Chief Executive Officer) and Ms. Li Chuchu, Tracy (Chief Financial Officer) as Executive Directors, and Ms. Ling Kit Sum Imma, Mr. Zhang Guangying and Prof. Peng Qian as Independent Non-executive Directors.