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MemeStrategy, Inc.

迷策略

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 2440)

COMPLETION OF SUBSCRIPTIONS OF NEW SHARES UNDER GENERAL MANDATE

The Company is pleased to announce that all conditions precedent set out in the Subscription Agreements have been fulfilled and Completion took place on 19 December 2025.

Reference is made to the announcements of MemeStrategy, Inc. (the “**Company**”) dated 14 November 2025 and 5 December 2025 (the “**Announcements**”) in relation to the Subscriptions. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

COMPLETION OF THE SUBSCRIPTIONS

The Company is pleased to announce that all conditions precedent set out in the Subscription Agreements have been fulfilled and Completion took place on 19 December 2025.

A total of 49,049,824 Shares representing (i) approximately 13.33% of the existing issued share capital of the Company as at the date of this announcement; and (ii) approximately 11.76% of the issued share capital of the Company as enlarged by the allotment and issue of the Subscription Shares, have been successfully issued to the Subscribers for an aggregate consideration of US\$10.82 million (approximately HK\$84.07 million), representing a Subscription Price per Subscription Share of HK\$1.714.

The Company received total net proceeds from the Subscriptions of approximately HK\$83.72 million and intends to apply the net proceeds in the manner as disclosed in the Announcements to further its expansion plans into blockchain solutions and real-world assets (including cultural and intellectual property).

EFFECTS ON SHAREHOLDING STRUCTURE OF THE COMPANY

To the best of the Directors' knowledge, information and belief, after having made all reasonable enquiries, the following table below sets out the shareholding structure of the Company immediately before and after Completion:

Shareholder	Immediately before Completion		Immediately after Completion	
	<i>Number of shares</i>	<i>Approximate %</i>	<i>Number of shares</i>	<i>Approximate %</i>
Directors, chief executive or substantial shareholders of the Company or their close associates				
Home Office Development Limited ^(Note)	236,660,100	64.31%	236,660,100	56.75%
Public Shareholders				
Subscriber A	–	–	18,133,022	4.35%
Subscriber B	–	–	9,066,511	2.17%
Subscriber C	–	–	906,651	0.22%
Subscriber D	365,000	0.10%	14,508,757	3.48%
Subscriber E	8,800,965	2.39%	15,600,848	3.74%
Other public Shareholders	122,153,204	33.20%	122,153,204	29.29%
Total	<u>367,979,269</u>	<u>100.00%</u>	<u>417,029,093</u>	<u>100.00%</u>

Note: Home Office Development Limited is directly wholly-owned by Mr. Chan Chin Ching, a Director and controlling shareholder of the Company.

On behalf of the Board
MemeStrategy, Inc.
CHAN Chin Ching
Chairman and executive Director

Hong Kong, 19 December 2025

As at the date of this announcement, the Board comprises Mr. Chan Chin Ching, Mr. Chan Chin Chun, Mr. Kwong Kevin Tak Tsing and Mr. Lee Alexander Patrick as executive Directors; and Mr. Ng Pui Sun Wesley, Ms. Peng Cheng and Mr. Siu Chi Wai as independent non-executive Directors.