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鵬高控股集團
Pengo Holdings Group Limited
香港聯交所主板股份代碼：1865

Pengo Holdings Group Limited
鵬高控股集團有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1865)

VOLUNTARY ANNOUNCEMENT
LETTER OF INTENT ON COOPERATION FRAMEWORK

This is a voluntary announcement made by Pengo Holdings Group Limited (the "**Company**", together with its subsidiaries, the "**Group**") to provide the shareholders and potential investors of the Company an update on the latest business development of the Group.

The board of directors of the Company (the "**Board**") is pleased to announce that on 16 February 2026, the Company entered into a letter of intent on cooperation framework agreement (the "**Letter of Intent on Framework Agreement**") with Guangju Zhongsheng Holdings (Hainan) Co., Ltd.*(廣聚中昇控股(海南)有限公司) ("**Guangju Zhongsheng**"). The parties are committed to establishing a comprehensive and long-term partnership. The parties will give full play to their respective advantages in resources, capital, market development and industrial chain resources.

* *For identification purpose only*

SCOPE OF COOPERATION

The cooperation will encompass product development, business consultancy services, marketing and technological innovation. The parties will jointly develop film and television works based on the Chinese animation hero IP "Bajie", and invest in emerging interactive entertainment and digital content. In addition, technology integration will facilitate the application of virtual reality (VR) and augmented reality (AR) technologies to enhance the interactivity and appeal of the products, as well as to support the Company's further development.

BACKGROUND OF PARTNER

According to the information currently available to the Group, Guangju Zhongsheng is a comprehensive commercial management services enterprise based in Shenzhen, China, primarily serving sectors such as culture and arts, film and animation, health and wellness, high technology and the digital economy. Guangju Zhongsheng is currently participating in the theatrical film distribution cooperation for the classic Chinese animation hero IP series "Bajie", deepening its exploration into cultural arts and animation fields. These initiatives promote potential investments that align with the Company's business diversification strategy, thereby enhancing its competitiveness and shareholder value. In addition, Guangju Zhongsheng has cultivated the capital market for many years and has accumulated extensive experience and professional expertise. It provides professional consulting services for enterprises in the fields of industrial funds and venture capital incubation. In particular, it offers comprehensive listing and merger and acquisition solutions for enterprises with stable and healthy operations and sound financials, assisting them in achieving successful and expeditious access to the international capital markets. Guangju Zhongsheng strives to build a one-stop enterprise listing incubation platform.

To the best of the Directors' knowledge, information and belief having made reasonable enquiries, Guangju Zhongsheng and its ultimate beneficial owners are independent third parties of the Group and they are not connected persons of the Group (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited) (the "**Listing Rules**").

ADVANTAGES AND BENEFITS OF COOPERATION BETWEEN THE PARTIES

The Board believes that the cooperation aligns with the Group's long-term development objectives and business strategy, and will bring potential profit growth to both parties, thereby further enhancing the interests of the Company and its shareholders as a whole. The parties will leverage on their respective advantages in project development, investment and operation stages, and realize project cooperation by means of mutually beneficial sharing of resources.

GENERAL

The Framework Agreement only involves the cooperation framework between the Company and the strategic partner. Implementation of the transactions contemplated under the Framework Agreement is conditional upon the entering into of a formal agreement and may not materialize. If any formal agreement is entered into in relation to the Framework Agreement, the Company will comply with the relevant requirements under the Listing Rules. Shareholders of the Company and potential investors are advised to exercise caution when dealing in the securities of the Company.

By Order of the Board
Pengo Holdings Group Limited
Feng Jiamin
Chairman

Hong Kong, 16 February 2026

As at the date of this announcement, the Board comprises Ms. Feng Jiamin, Mr. Liu Jianfu, Mr. Michael Shi Guan Wah, Ms. Zhao Jianhong, Mr. Leung Yiu Cho, Mr. Fong Hang Fai and Mr. Liang Enkai as executive Directors; Mr. Dong Changzhou as non-executive Director and Mr. Wu Kai Tang, Mr. Shek Jun Chong, Mr. Qiu Yue and Ms. Tam Wing Yan as independent non-executive Directors.