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TOMO HOLDINGS LIMITED
萬馬控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 6928)

COMPLETION OF SUBSCRIPTION OF NEW SHARES UNDER GENERAL MANDATE

Reference is made to the announcement of TOMO Holdings Limited (the "**Company**") dated 18 November 2025 (the "**Announcement**") in relation to, among others, the Subscription and the announcements dated 30 January 2026, 13 February 2026, 27 February 2026, 13 March 2026 and 27 March 2026 in relation to the extension of Long Stop Date. Unless the context otherwise requires, capitalised terms used herein shall have the same meaning as defined in the Announcement.

COMPLETION OF THE SUBSCRIPTION

The Board is pleased to announce that all the Conditions Precedent set out in the Subscription Agreement have been fulfilled and Closing of the Subscription has taken place on 10 April 2026. A total of 90,000,000 Subscription Shares have been allotted and issued under the General Mandate to the Subscriber at the Subscription Price of HK$0.1748 per Subscription Share in accordance with the terms and conditions of the Subscription Agreement.

The gross proceeds and net proceeds (after deducting of the relevant expenses and fees of the Subscription) raised from the Subscription will be approximately HK$15.7 million and approximately HK$15.5 million respectively, which will be utilised for the purposes set out in the Announcement.

SHAREHOLDING STRUCTURE OF THE COMPANY

The table below sets out a summary of the shareholding structure of the Company immediately before and upon completion of the Subscription:

	Immediately before completion of the Subscription		**Immediately upon completion of the Subscription**	
	Number of Shares	*Approximate shareholding percentage (%)*	*Number of Shares*	*Approximate shareholding percentage (%)*
Mr. Lu Yongde *(Note)*	345,150,000	51.13	345,150,000	45.12
The Subscriber	300,000	0.04	90,300,000	11.80
Other public Shareholders	329,550,000	48.83	329,550,000	43.08
Total	675,000,000	100.00	765,000,000	100.00

Note:

1. 345,000,000 Shares are held by Billion Legend Company Limited, which is legally and beneficially wholly owned by Mr. Lu Yongde. Accordingly, Mr. Lu Yongde is deemed to be interested in 345,000,000 Shares held by Billion Legend Company Limited by virtue of the SFO.

By order of the Board
TOMO Holdings Limited
Lu Yongde
Executive Director and Chairman

Hong Kong, 10 April 2026

As at the date of this announcement, the Board comprises Mr. Lu Yongde (chairman) and Mr. Yuan Qinghua as executive Directors; and Mr. Liu Wuhui, Mr. Ma Zhangkai and Ms. Zhu Xiaoxin as independent non-executive Directors.