B.Duck Semk Holdings International Limited
小黃鴨德盈控股國際有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2250)

TERMINATION OF DISCLOSEABLE TRANSACTION - SHARE ACQUISITION AND CONVERTIBLE LOAN INVESTMENT INVOLVING THE ISSUE OF CONSIDERATION SHARES UNDER GENERAL MANDATE

Reference is made to the announcements of B.Duck Semk Holdings International Limited (the "**Company**") dated 29 August 2025 and 21 October 2025 in relation to the Share Acquisition and the Convertible Loan Investment (collectively, the "**Announcements**"). Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Announcements.

The Board announces that on 28 August 2026, the Company, SEMK Licensing, Yincang Waou, Waou Cultural Media, San Kou Supply Chain, Mr. Huang, Haidengwu Culture and the Haidengwu Partners entered into a termination agreement (the "**Termination Agreement**"), pursuant to which the parties thereto agreed to terminate the Share Acquisition and Convertible Loan Investment Agreement with effect from the date of the Termination Agreement.

As of the date of the Termination Agreement, none of the Cash Consideration has been paid, no Consideration Shares have been issued, no Convertible Loan principal has been advanced, and no closing of any transaction contemplated under the Share Acquisition and Convertible Loan Investment Agreement has occurred. The parties have agreed that, upon termination, the rights and obligations of the parties shall revert to the status prior to the signing of the Share Acquisition and Convertible Loan Investment Agreement, namely SEMK Licensing continues to hold 20% equity interest in Yincang Waou.

The Board is of the view that the termination of the Share Acquisition and Convertible Loan Investment Agreement will not have any material adverse impact on the existing business and operations of the Group.

The termination was due to objective reasons not attributable to any party. No party has any claim against any other party in respect of the termination.

Shareholders and potential investors are advised to exercise caution when dealing in the shares of the Company.

On behalf of the Board
B.Duck Semk Holdings International Limited
Hui Ha Lam
Chairman of the Board and Executive Director

Hong Kong, 28 August 2026

As at the date of this announcement, the Board comprises Mr. Hui Ha Lam as chairman of the Board and executive Director, Mr. Kwok Chun Kit and Mr. Lyu Xingyuan as executive Directors, Ms. Xu Wenya as non-executive Director and Ms. Leung Ping Fun Anita, Prof. Chan Ka Yin Karen, JP and Mr. Wu Di as independent non-executive Directors.