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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)

VOLUNTARY ANNOUNCEMENT – DEVELOPMENT OF AI COMPUTING POWER AND IP INTEGRATION BUSINESS

This announcement is made by B.Duck Semk Holdings International Limited (the "**Company**", together with its subsidiaries, the "**Group**") on a voluntary basis in order to keep its shareholders and potential investors informed of the Group's latest business developments.

The board (the "**Board**") of directors (the "**Director(s)**") of the Company is pleased to announce that on 5 November 2026, Semk Holdings Investment Limited ("**Semk Holdings**"), an indirect wholly-owned subsidiary of the Company, entered into a shareholders' agreement (the "**Shareholders' Agreement**") with Hong Kong Haixin Lihua Technology Limited (the "**JV Partner**"), a company incorporated in Hong Kong with limited liability, in respect of the establishment and operation of a joint venture company in Hong Kong (the "**JV Company**"). The JV Partner is principally engaged in the trading of computer components, computing power servers and modules. As at the date of this announcement, the JV Company has not been incorporated, and the JV Partner and its ultimate beneficial owner(s) are third parties independent of the Company and its connected persons (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**")).

Pursuant to the Shareholders' Agreement, Semk Holdings and the JV Partner will subscribe for 55% and 45% of the issued shares of the JV Company respectively. The JV Company will be accounted for as a subsidiary of the Company, and its financial results will be consolidated into the financial statements of the Group.

The JV Company will carry on the business of artificial intelligence and intellectual property ("**AI+IP**"), including the research, development, manufacture, sale and distribution of intelligent hardware and robotics products, whole-machine servers and computing power chip modules, intellectual property licensing and content operation, and computing power-related technical services. As part of the arrangements, the Group will grant the JV Company the rights to use the "B.Duck" brand, its IP matrix, content and brand resources and channel resources to the JV

Company. The JV Partner will contribute AI, computing power (including whole-machine servers and computing power chip modules) and intelligent hardware technology capabilities and its core team, and will be responsible for the day-to-day operation of the JV Company through the general manager nominated by it.

The Board believes that the formation of the JV Company represents a synergistic combination of the Group's renowned B.Duck IP matrix and brand operation expertise with the JV Partner's AI technology, computing power and hardware engineering capabilities, covering the entire value chain from product design and AI technology to hardware manufacturing, marketing and sales channels. This cooperation aims to explore the commercial application of IP assets in scenarios such as Artificial Intelligence Generated Content (AIGC) software, intelligent hardware and robotics, and to cultivate potential revenue from AI and IP-related software, computing power hardware and services, and artificial intelligence, in addition to the Group's IP licensing revenue. The Board further believes that the formation of the JV Company will help the Group capture the growth opportunities brought by the integration of AI technological changes and IP commercialisation, thereby facilitating the gradual realisation of the Group's "AI+IP" strategic layout.

IMPLICATIONS UNDER THE LISTING RULES

As all of the applicable percentage ratios (as defined under the Listing Rules) in respect of the transactions contemplated under the Shareholders' Agreement are less than 5%, the entering into of the Shareholders' Agreement does not constitute a notifiable transaction of the Company under Chapter 14 of the Listing Rules. In addition, as the JV Partner and its ultimate beneficial owner(s) are third parties independent of the Company and its connected persons, the transactions contemplated under the Shareholders' Agreement do not constitute connected transactions under Chapter 14A of the Listing Rules.

Shareholders and potential investors are advised to exercise caution when dealing in the securities 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, 5 November 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.