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EDICO Holdings Limited **鉅京控股有限公司***

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8450)

RESTORATION OF PUBLIC FLOAT OF THE COMPANY

References are made to (i) the composite offer and response document dated 5 November 2024 (the “**Composite Document**”) jointly issued by Jantix Management Limited (the “**Offeror**”) and EDICO Holdings Limited (the “**Company**”) in relation to the mandatory unconditional cash offer by Astrum Capital Management Limited for and on behalf of the Offeror to acquire all the issued shares of the Company (other than those already owned or agreed to be acquired by the Offeror and parties acting in concert with it) (the “**Offer**”); and (ii) the joint announcement of the Offeror and the Company dated 26 November 2024 in relation to, among others, the results of the Offer and the public float of the Company (the “**Offer Results Announcement**”). Unless otherwise defined, capitalised terms herein shall have the same meanings as those defined in the Composite Document.

BACKGROUND

Immediately after the close of the Offer and as at the date of the Offer Results Announcement, the Offeror and the parties acting in concert with it were interested in an aggregate of 560,470,000 Shares, representing approximately 56.0% of the total issued Shares, whereas an aggregate of 247,330,000 Shares (representing approximately 24.7% of the total issued Shares) were held by the public (as defined under the GEM Listing Rules). Accordingly, the Company could not satisfy the minimum public float requirement of 25% as set out in Rule 11.23(7) of the GEM Listing Rules immediately after the close of the Offer and as at the date of the Offer Results Announcement.

As stated in the Offer Results Announcement, the Offeror intended to dispose of 2,670,000 Shares (the “**Subject Shares**”) held by it (representing approximately 0.3% of the total issued Shares as at the date of the Offer Results Announcement) on the open market to restore the minimum public float of the Shares as soon as practicable and by no later than the end of December 2024.

RESTORATION OF THE PUBLIC FLOAT OF THE COMPANY

The Company has been informed by the Offeror on 6 December 2024 that the Offeror has disposed of the Subject Shares, representing approximately 0.3% of the total issued Shares as at the date of this announcement, during the period from 4 December 2024 to 6 December 2024 on the open market (the “**On-Market Disposal**”).

Immediately upon completion of the On-Market Disposal, 250,000,000 Shares are held by the public (as defined under the GEM Listing Rules), representing 25% of the total issued Shares as at the date of this announcement. Accordingly, the minimum public float of the Company of 25% as required under Rule 11.23(7) of the GEM Listing Rules has been restored.

SHAREHOLDING STRUCTURE OF THE COMPANY

The following table sets out the shareholding structure of the Company (a) immediately after the close of the Offer and before completion of the On-Market Disposal; and (b) immediately after completion of the On-Market Disposal and as at the date of this announcement:

	Immediately after the close of the Offer and before completion of the On-Market Disposal		Immediately after completion of the On-Market Disposal and as at the date of this announcement	
	<i>Number of Shares</i>	<i>Approx. % (Note)</i>	<i>Number of Shares</i>	<i>Approx. % (Note)</i>
The Offeror and parties acting in concert with it	560,470,000	56.0	557,800,000	55.8
Ms. Yuen	192,200,000	19.2	192,200,000	19.2
Public Shareholders	<u>247,330,000</u>	<u>24.7</u>	<u>250,000,000</u>	<u>25.0</u>
Total	<u><u>1,000,000,000</u></u>	<u><u>100.0</u></u>	<u><u>1,000,000,000</u></u>	<u><u>100.0</u></u>

Note: The percentage figures shown in the table above have been subject to rounding adjustments. Accordingly, figures shown as totals may not be an arithmetic aggregation of the figures preceding them.

By order of the Board of
EDICO Holdings Limited
Chan Tsang Tieh
Chairman and Executive Director

Hong Kong, 6 December 2024

As at the date of this announcement, the Board comprises two executive Directors, namely Mr. Chan Tsang Tieh (Chairman) and Mrs. Donati Chan Yi Mei Amy (Chief Executive Officer); and three independent non-executive Directors, namely Mr. Li Wai Ming, Mr. Wan Chun Wai Andrew and Ms. Chan Chiu Yee Natalie.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Listed Company Information” page of the website of the Stock Exchange for a minimum period of 7 days from the date of its publication and on the Company’s website at www.edico.com.hk.

** For identification purpose only*