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Loco Hong Kong Holdings Limited

港銀控股有限公司

(incorporated in Hong Kong with limited liability)

(Stock Code: 8162)

**PROPOSED TRANSFER OF LISTING
FROM GEM TO THE MAIN BOARD OF
THE STOCK EXCHANGE OF HONG KONG LIMITED**

Reference is made to the announcement of the Company dated 20 April 2026. This announcement is made by the Company pursuant to Rules 9.26 and 17.10(2)(a) of the GEM Listing Rules and the Inside Information Provisions (as defined under the GEM Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The Board is pleased to announce that the Company has submitted the Application to the Stock Exchange on 26 June 2026 (after trading hours) for the Transfer of Listing pursuant to Chapter 9B of the Main Board Listing Rules.

The Transfer of Listing will not involve any issue of new Shares by the Company.

Shareholders and potential investors should be aware that the Transfer of Listing is subject to, among others, the conditions of the Transfer of Listing set out in this announcement being fulfilled. There is no assurance that approval and permission will be obtained from the Stock Exchange for the Transfer of Listing. Accordingly, the Transfer of Listing may or may not proceed. Shareholders and potential investors are advised to exercise caution when dealing in the Shares.

INTRODUCTION

Reference is made to the announcement of the Company dated 20 April 2026. This announcement is made by the Company pursuant to Rules 9.26 and 17.10(2)(a) of the GEM Listing Rules and the Inside Information Provisions (as defined under the GEM Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

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CONDITIONS OF THE TRANSFER OF LISTING

The Transfer of Listing is conditional upon, among others:

- (a) the Company's fulfilment of all the applicable requirements for listing on the Main Board as stipulated in the Main Board Listing Rules, including but not limited to the qualifications for a streamlined transfer stipulated under Chapter 9B of the Main Board Listing Rules;
- (b) the Stock Exchange granting approval for the listing of, and permission to deal in all Shares in issue on the Main Board; and
- (c) all other relevant approvals or consents required or in connection with the implementation of the Transfer of Listing having been obtained, and the fulfilment of all conditions which may be attached to such approvals or consents, if any.

REASONS FOR THE TRANSFER OF LISTING

During its listing on GEM, the Group demonstrated exceptional operational resilience and maintained a robust record of performance despite facing a challenging macroeconomic environment. Looking back over the past three financial years, both the Group's business scale and financial performance have shown a significant year-on-year growth trend. The Group's revenue rose steadily from approximately HK\$10.74 billion in financial year 2023 to approximately HK\$15.15 billion in financial year 2024 (a year-on-year increase of approximately 41%), and further surged to approximately HK\$19.84 billion in financial year 2025 (a year on-year increase of approximately 31%). At the same time, profitability also recorded a significant improvement, with annual profit increasing from approximately HK\$17.375 million in financial year 2023 to approximately HK\$32.145 million in financial year 2024, and surging by approximately 101.9% to approximately HK\$64.914 million in financial year 2025.

Given the Group's sound financial foundation and its ability to meet the Main Board's performance thresholds, the Board believes that the Transfer of Listing, if implemented, will more effectively enhance the Group's corporate image and enable the Company's share price to more accurately reflect the Group's intrinsic value and strength. The Transfer of Listing, if implemented, will also help the Company secure a broader range of financing options, including more competitive financing terms, thereby further expanding the Group's business scale.

Furthermore, the Board also considers that a listing on the Main Board may attract a wider pool of private investors, thus optimizing the long-term valuation of the Shares and create better long-term investment value for all Shareholders.

On the basis of the foregoing, the Board is of the view that the Transfer of Listing is beneficial to the future growth and development of the Group and is in the overall interests of the Company and the Shareholders.

CONTINUITY OF OWNERSHIP AND CONTROL

The Company has maintained continuity of ownership and control throughout the three full financial years ended 31 December 2025. The single largest Shareholder remains unchanged and there is no other Shareholder holding 10% or more of the issued Shares of the Company during such period and up to the date of this announcement.

Based on the relevant disclosure of interest forms filed with the Stock Exchange, (i) as at 1 January 2023, FIAS (HONG KONG) CO., LIMITED (“FIAS”) owned 158,060,000 Shares of the Company (the “Shares”), representing approximately 19.06% of the then issued share capital of the Company and was the single largest Shareholder of the Company. FIAS is wholly-owned by Mr. Zhang Siyuan (“Mr. Zhang”), an executive Director and the Chairman of the Board; and (ii) as at the date of this announcement, FIAS remains the single largest Shareholder, holding 192,980,000 Shares, representing approximately 19.39% of the issued share capital of the Company and remains wholly-owned by Mr. Zhang.

NO CHANGE IN PRINCIPAL BUSINESS

The Company is an investment holding company. The Group is principally engaged in metal business in the PRC, Hong Kong and internationally (mainly consisting of the metal commodities business and the metal consumer goods supply chain business) and the provision of education management services in the PRC. Throughout the three financial years ended 31 December 2023, 2024 and 2025 and up to the date of this announcement, there has been no fundamental change to the principal business of the Group. As at the date of this announcement, the Board has no immediate plans to change the principal business of the Group following the Transfer of Listing.

GENERAL

The Board would like to emphasize that the definitive timetable for the Transfer of Listing has not yet been finalized. Further announcement(s) will be made by the Company to keep the Shareholders and potential investors of the Company informed of the progress of the Transfer of Listing as and when appropriate in accordance with the GEM Listing Rules or (as the case may be) the Main Board Listing Rules.

Shareholders and potential investors should be aware that the Transfer of Listing is subject to, among others, the conditions of the Transfer of Listing set out in this announcement being fulfilled. There is no assurance that approval and permission will be obtained from the Stock Exchange for the Transfer of Listing. Accordingly, the Transfer of Listing may or may not proceed. Shareholders and potential investors are advised to exercise caution when dealing in the Shares.

DEFINITIONS

In this announcement, the following expressions shall, unless the context requires otherwise, have the following meanings:

“Application”	the formal application made by the Company to the Stock Exchange for the listing of and permission to deal in the Shares on the Main Board by way of the Transfer of Listing pursuant to Chapter 9B of the Main Board Listing Rules
“Board”	the board of Directors
“Company”	Loco Hong Kong Holdings Limited (港銀控股有限公司), a company incorporated in Hong Kong with limited liability, the shares of which are listed on GEM (Stock Code: 8162)
“Director(s)”	the director(s) of the Company
“GEM”	the GEM operated by the Stock Exchange
“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM, as amended, modified or supplemented from time to time
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Main Board”	the stock market (excluding the options market) operated by the Stock Exchange which is independent from and operated in parallel with GEM
“Main Board Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended, modified or supplemented from time to time
“PRC”	the People’s Republic of China
“Share(s)”	ordinary share(s) of the Company

“Shareholder(s)”	registered holder(s) of the issued Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Transfer of Listing”	the proposed transfer of listing of the Shares from GEM to the Main Board pursuant to Chapter 9B of the Main Board Listing Rules
“HK\$”	Hong Kong dollar, the lawful currency of Hong Kong
“%”	per cent

By order of the Board
Loco Hong Kong Holdings Limited
Wang Wendong
Chief Executive Officer

Hong Kong, 26 June 2026

As at the date of this announcement, the executive Directors are Mr. Zhang Siyuan (Chairman of the Board), Mr. Wang Wendong and Mr. Fung Chi Kin; and the independent non-executive Directors are Ms. Wu Liyan, Mr. Yeung Chun Wa and Mr. Tian Yuan.

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 Announcements” page of the Stock Exchange’s website at www.hkexnews.hk for at least 7 days from the date of its publication and will be available on the Company’s website at www.locohkholdings.com.