

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



Janco Holdings Limited

駿高控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8035)

DISCLOSABLE TRANSACTION IN RELATION TO THE LEASE

On 9 December 2025, (i) 35plus, an indirect wholly-owned subsidiary of the Company, as lessee; and (ii) the Lessor, as lessor, entered into the Lease in respect of the tenancy of the Premises for a term of two years commencing from 15 January 2026 to 14 January 2028 (both dates inclusive), with an option to renew for a further term of one year commencing from 15 January 2028 to 14 January 2029 (both dates inclusive) for air freight forwarding purpose.

GEM LISTING RULES IMPLICATIONS

Pursuant to HKFRS 16, following the conclusion of the Lease, the Group shall recognise the Premises as a right-of-use asset. Therefore, the transactions contemplated under the Lease will be regarded as an acquisition of asset by the Group under the GEM Listing Rules. The estimated value of right-of-use asset to be recognised by the Group under the Lease shall amount to approximately HK\$3.9 million.

As one or more of the applicable percentage ratio as defined under the GEM Listing Rules in respect of the transactions contemplated under the Lease based on the value of right-of-use asset to be recognised by the Group pursuant to HKFRS 16 is more than 5% and all are below 25%, the Lease constitutes a disclosable transaction for the Company and is subject to the notification and announcement requirements but exempt from shareholders' approval requirement under Chapter 19 of the GEM Listing Rules.

INTRODUCTION

On 9 December 2025, the Lessee and the Lessor entered into the Lease in respect of the tenancy of the Premises with effective from 15 January 2026.

THE LEASE

Principal terms of the Lease are as follow:

Date:	9 December 2025
Parties:	(i) 35plus, as lessee; and (ii) the Lessor, as lessor.
Premises:	Situated at D.D. 129, Remaining Portion of Lot Nos. 2207 (part of), Remaining Portion of 2213 S.A, 2213 S.B, Remaining Portion of 2214 and Remaining Portion of 2215 S.A, Lau Fau Shan, Yuen Long, New Territories, Hong Kong.
Term:	From 15 January 2026 to 14 January 2028 (both dates inclusive), with an option to renew for a further term of one year commencing from 15 January 2028 to 14 January 2029 (both dates inclusive).
Usage:	Air freight forwarding
Monthly Rent:	HK\$170,000 per calendar month payable in advance, inclusive of rates, government rent and management fee but exclusive of other charges, which shall be paid by internal resources of the Group.
Payment Term:	The rent is payable in advance on or before the 7th day of each calendar month.
Deposit:	HK\$340,000, representing two months of the rent, which was payable upon signing of the Lease.

INFORMATION OF THE PARTIES

The Group principally engages in the provision of (i) air and ocean freight forwarding services, (ii) logistics and warehousing services and (iii) e-commerce fulfillment services and others.

The Lessor, a company incorporated in Hong Kong with limited liability, principally engages in trading and warehouse management.

As at the date of this announcement, to the best of the knowledge, information and belief of the Directors, having made all reasonable enquiries, the Lessor is beneficially owned by Kong Chun Ying (江振英), Ho Chui Wah (何翠華) and Chiang Tien-Hao (江天豪) which are Independent Third Parties.

REASONS FOR AND BENEFITS OF THE LEASE

The Group principally engages in the provision of air and ocean freight forwarding services, logistics and warehousing services, e-commerce fulfillment services and others. In reference to the announcement regarding the early termination of the Lease Renewal Agreement dated 6 November 2025, the current Lease Renewal Agreement will terminate with effective from 31 December 2025. To ensure the continuity of its operations, the Group has entered into a new Lease on 9 December 2025. The Premises, which are well-suited for air freight forwarding purpose, will replace the existing facilities, with the current Lease Renewal Agreement set to expire on 31 December 2025. The Board is of the view that this new Lease is positioned to enhance operational efficiency, facilitate resource allocation, and align with the Group's overall strategic development direction.

The terms of the Lease, including the rent (inclusive of rates, government rent and management fee but exclusive of other charges), were determined after arm's length negotiations between the Parties and with reference to the open market rate of comparable properties. The entering into of the Lease is necessary for the operation of the businesses of the Group and is in the ordinary and usual course of business of the Group. Therefore, the Directors, including the independent non-executive Directors, considered that the terms of the Lease are on normal commercial terms and are fair and reasonable and the entering into of the Lease is in the interests of the Company and its Shareholders as a whole.

IMPLICATIONS UNDER THE GEM LISTING RULES

Pursuant to HKFRS 16, following the conclusion of the Lease, the Group shall recognise the Premises as a right-of-use asset. Therefore, the transactions contemplated under the Lease will be regarded as an acquisition of asset by the Group under the GEM Listing Rules. The estimated value of right-of-use asset to be recognised by the Group under the Lease shall amount to approximately HK\$3.9 million.

As one or more of the applicable percentage ratio as defined under the GEM Listing Rules in respect of the transactions contemplated under the Lease based on the value of right-of-use asset to be recognised by the Group pursuant to HKFRS 16 is more than 5% and all are below 25%, the Lease constitutes a disclosable transaction for the Company and is subject to the notification and announcement requirements but exempt from shareholders' approval requirement under Chapter 19 of the GEM Listing Rules.

DEFINITIONS

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

“Board”	board of Directors
“Company”	Janco Holdings Limited (駿高控股有限公司), an exempted company incorporated in the Cayman Islands with limited liability and the issued shares of which are listed on the Stock Exchange (stock code: 8035)
“connected person(s)”	has the meaning ascribed to it under the GEM Listing Rules
“Director(s)”	the directors of the Company
“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM of the Stock Exchange
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Independent Third Party(ies)”	any person or company and their respective ultimate beneficial owner, to the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, is not connected persons of the Company and is third party independent of the Company and its connected persons under the GEM Listing Rules
“Lease”	the tenancy agreement entered into between 35plus and the Lessor on 9 December 2025 in respect of the tenancy of the Premises for two years
“Lessor”	Lee Hing Timber Products Limited (利興木業有限公司), a company incorporated in Hong Kong with limited liability, being the lessor of the Premises
“Premises”	the premises situated at D.D. 129, Remaining Portion of Lot Nos. 2207 (part of), Remaining Portion of 2213 S.A, 2213 S.B, Remaining Portion of 2214 and Remaining Portion of 2215 S.A, Lau Fau Shan, Yuen Long, New Territories, Hong Kong
“35plus” or “Lessee”	35plus Limited, a company incorporated in Hong Kong with limited liability and an indirect wholly-owned subsidiary of the Company

“Shareholder(s)” holders of the shares of the Company
“Stock Exchange” The Stock Exchange of Hong Kong Limited
“%” per cent.

By order of the Board
Janco Holdings Limited
Chan Kwok Wai
Chief Executive Officer and Executive Director

Hong Kong, 9 December 2025

As at the date of this announcement, the executive Directors are Mr. Chan Kwok Wai, Ms. Lam Lai Wan, Bondie and Mr. Lo Wai Wah, the non-executive Director is Mr. Tai King Fung (Chairman), and the independent non-executive Directors are Ms. Chik Wai Chun, Mr. Moy Yee Wo Matthew and Mr. Yu Kwok Fai.

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 on the Stock Exchange’s website at www.hkexnews.hk for at least 7 days from the date of its posting and on the Company’s website at www.jancofreight.com.