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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 16 January 2026, (i) 35plus, an indirect wholly-owned subsidiary of the Company, as Tenant; and (ii) the Agent, entered into the Lease in respect of the tenancy of the Premises for a term of two years commencing from 19 January 2026 to 18 January 2028 (both dates inclusive) for e-commerce fulfillment support services 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\$2.9 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 16 January 2026, the Tenant and the Agent entered into the Lease in respect of the tenancy of the Premises with effective from 19 January 2026.

THE LEASE

Principal terms of the Lease are as follows:

Date:	16 January 2026
Parties:	(i) 35plus, as Tenant; and (ii) The Agent, as agent of the Landlord.
Premises:	Situated at 1/F & Storeroom, Phase I, Playmates Factory Building, No. 1 Tin Hau Road, Tuen Mun, New Territories, Hong Kong.
Term:	Two years, commencing from 19 January 2026 to 18 January 2028 (both dates inclusive).
Usage:	E-commerce fulfillment support services
Monthly Rent:	HK\$172,728.5 per calendar month payable in advance, inclusive of management charges but exclusive of rates, government rent and other charges, which shall be paid by internal resources of the Group.
Payment Term:	The rent is payable in advance on or before the 16th day of each calendar month.
Rent free period:	(i) From 19 January 2026 to 18 February 2026 (ii) From 1 January 2027 to 31 January 2027 (iii) From 1 December 2027 to 31 December 2027
Deposit:	The Tenant shall pay an amount of HK\$518,185.5, being equivalent to three months of the rent and management charges for the Premises, to the Agent, upon signing of the Lease.
Stamp duty:	The stamp duty shall be borne equally by the Landlord and the Tenant.

INFORMATION OF THE AGENT AND THE LANDLORD

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 Agent, a company incorporated in Hong Kong with limited liability, principally engaged in property management service. It is acting on behalf of the Landlord with full power, right and authority, and is directly wholly-owned by Playmates. To the best of the Directors' knowledge, information and belief and having made all reasonable enquiries, as at the date of this announcement, the Agent is directly wholly-owned by Playmates.

The Landlord, a company incorporated in Hong Kong with limited liability. To the best of the Directors' knowledge, information and belief and having made all reasonable enquiries, as at the date of this announcement, the Landlord is primarily engaged in property investment and is directly wholly-owned by Playmates.

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 Landlord is beneficially owned by Mr. Chan Chun Hoo, Thomas which is an Independent Third Party.

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. The Board is of the view that entering into the Lease Agreement is an opportunity for the Group to enhance its e-commerce fulfillment services footprint which is in line with the overall strategy development direction of the Group to enhance operational efficiency, facilitate resource allocation, and align with the Group's overall strategic development direction.

To ensure the continuity of its operations, the Group has entered into the Lease on 16 January 2026. The Premises, which are well-suited for e-commerce fulfillment support service purpose, will replace the existing facilities, with the current Lease Renewal Agreement set to expire on 17 January 2026.

The terms of the Lease, including the rent (inclusive of management charges but exclusive of rates, government rent and 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\$2.9 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.

“Agent”	Prestige Property Management Limited, a property management company, a company incorporated in Hong Kong with limited liability, and directly wholly-owned by Playmates
“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 the Tenant and the Agent on 16 January 2026 in respect of the tenancy of the Premises for two years
“Landlord”	Bagnols Limited, a company incorporated in Hong Kong with limited liability and directly wholly-owned by Playmates
“Playmates”	Playmates Holdings Limited, a company incorporated in Bermuda, the shares of which are listed on the Main Board of the Stock Exchange (stock code: 635)

“Premises”	the premises situated at 1/F & Storeroom, Phase I, Playmates Factory Building, No. 1 Tin Hau Road, Tuen Mun, New Territories, Hong Kong
“35plus” or “Tenant”	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, 16 January 2026

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.