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**aeso**

**AESO HOLDING LIMITED**

**艾碩控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8341)**

**RESULTS OF THE VALID ACCEPTANCES OF THE RIGHTS SHARES  
AND NUMBER OF UNSUBSCRIBED RIGHTS SHARES AND ES UNSOLD  
RIGHTS SHARES SUBJECT TO THE COMPENSATORY ARRANGEMENTS  
PURSUANT TO THE RIGHTS ISSUE ON THE BASIS OF  
TWO (2) RIGHTS SHARES FOR EVERY ONE (1) EXISTING SHARE**

Reference is made to the prospectus of Aeso Holding Limited (the “**Company**”) dated 21 November 2025 (the “**Prospectus**”) in relation to the Rights Issue and the Placing. Unless the context otherwise stated, capitalised terms used herein shall have the same meanings as defined in the Prospectus.

**RESULTS OF THE VALID ACCEPTANCES OF THE RIGHTS SHARES**

As at the Record Date, (i) there were 160,000,000 Rights Shares offered under the Rights Issue (“**Offered Shares**”); and (ii) no Excluded Shareholders. The Board announces that as at 4:00 p.m. on Friday, 5 December 2025, being the latest time for acceptance of the Rights Shares, a total of 1 valid acceptance (from HKSCC Nominees Limited) for a total of 90,441,825 Rights Shares had been received (including those Rights Shares taken up by Mr. Chan pursuant to the Shareholder Irrevocable Undertaking), representing approximately 56.53% of the total number of the Offered Shares. Accordingly, the Rights Issue was undersubscribed by 69,558,175 Rights Shares, representing approximately 43.47% of the total number of the Offered Shares, which will be subject to the Compensatory Arrangements.

## THE COMPENSATORY ARRANGEMENTS

The Company will make arrangements described in Rule 10.31(1)(b) of the GEM Listing Rule to dispose of 69,558,175 Unsubscribed Shares by offering the Unsubscribed Rights Shares to independent Placees for the benefit of Shareholders to whom they were offered by way of the Rights Issue. There will be no excess application arrangements in relation to the Rights Issue. On 4 September 2025, the Company and the Placing Agent entered into the Placing Agreement, on 22 September 2025 and 13 October 2025, parties entered in to the Supplemental Placing Agreements in relation to the placing of Unsubscribed Rights Shares and the ES Unsold Rights Shares to independent Placees on a best effort basis.

Pursuant to the Placing Agreement, and supplemented by the Supplemental Agreements, the Company appointed the Placing Agent to place the Placing Shares during the Placing Period (i.e. from Monday, 15 December 2025 to 4:00 p.m. on Tuesday, 23 December 2025) to independent Placees on a best effort basis, any premium over the Subscription Price for those Rights Shares that is realised will be paid to the No Action Shareholders on a pro rata basis. Any Unsubscribed Rights Shares remain not placed after completion of the Placing will not be issued by the Company and the size of the Rights Issue will be reduced accordingly.

Net Gain (if any) will be paid (without interest) to the No Action Shareholders as set out below on a pro rata basis (but rounded down to the nearest cent):

- (i) where the nil-paid rights are, at the time they lapse, represented by a PAL, to the person whose name and address appeared on the PAL (unless that person is covered by (iii) below), by reference to the extent that Shares in his/her/its nil-paid rights are not validly applied for;
- (ii) where the nil-paid rights are, at the time they lapse, registered in the name of HKSCC Nominees Limited, to the beneficial holders (via their respective CCASS participants) as the holder of those nil-paid rights in CCASS (unless that person is covered by (iii) below), by reference to the extent that Shares in his/her/its nil-paid rights are not validly applied for; and
- (iii) if the Rights Issue is extended to the Overseas Shareholders (if any) and where an entitlement to the Rights Shares was not taken up by such Overseas Shareholders, by reference to the extent that Shares in his/her/its nil-paid rights are not validly applied for. But for those Excluded Shareholders, by reference to their shareholdings in the Company on the Record Date.

It is proposed that Net Gain to any of the No Action Shareholder(s) mentioned in (i) to (iii) above which is in an amount of HK\$100 or more will be paid to them in Hong Kong Dollars only and the Company will retain individual amounts of less than HK\$100 for its own benefit. No Action Shareholders may or may not receive any Net Gain.

An announcement of the results of the Rights Issue (including the results of the Placing and the Net Gain) is expected to be published on the websites of the Stock Exchange and the Company on Wednesday, 24 December 2025.

## **WARNINGS OF THE RISKS OF DEALING IN THE SHARES**

**Shareholders and potential investors of the Company should note that each of the Rights Issue and the Placing is subject to the fulfilment of certain conditions. If any of the conditions of the Rights Issue and/or the Placing are not fulfilled, the Rights Issue and/or the Placing will not proceed.**

**Any Shareholder or other person contemplating transferring, selling, or purchasing Shares is advised to exercise caution when dealing in the Shares. Any person who is in any doubt about his/her/its position or any action to be taken is recommended to consult his/her/its own professional adviser(s).**

**Any Shareholder or other person dealing in the Shares up to the date on which all the conditions to which the Rights Issue is subject are fulfilled or the Placing Long Stop Date, which is expected to be on Tuesday, 23 December 2025, will accordingly bear the risk that the Rights Issue and/or the Placing may not proceed.**

For and on behalf of the Board  
**Aeso Holding Limited**  
**Chan Siu Chung**  
*Chairman*

Hong Kong, 15 December 2025

*As at the date of this announcement, the Board comprises Mr. Chan Siu Chung, Mr. Cheung Hiu Tung and Mr. Zhang Hai Wei as Executive Directors, and Mr. Yeung Chun Yue, David, Ms. Lai Wing Sze and Ms. Yu Wan Ki as Independent Non-Executive Directors.*

*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 GEM website at [www.hkgem.com](http://www.hkgem.com) on the “Latest Company Announcements” page for seven days from the date of its publication and on the website of the Company at [www.aeso.hk](http://www.aeso.hk).*