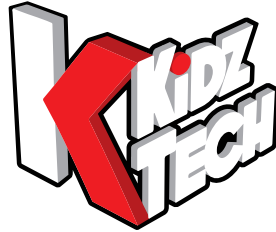


Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance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



Kidztech Holdings Limited

奇士達控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 6918)

ANNOUNCEMENT

DISCLOSURE PURSUANT TO RULE 13.18 OF THE LISTING RULES

This announcement is made by Kidztech Holdings Limited (the “**Company**”) pursuant to Rule 13.18 of the Rules Governing the Listing of Securities on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The board (the “**Board**”) of directors (the “**Directors**”) of the Company announces that, on 23 December 2021, the Company has entered into a loan agreement (the “**Loan Agreement**”) with a licensed money lender in Hong Kong under the Money Lenders Ordinance (the “**Lender**”) for the principal amount of HK\$30,000,000 (the “**Loan**”). The Loan has a term of one year from its drawdown date subject to the terms of the Loan Agreement. To the best of the knowledge, information and belief of the Directors, having made all reasonable enquiries, the Lender is a third party independent of the Company and its connected persons (as defined in the Listing Rules).

Pursuant to the Loan Agreement, the Company has covenanted that it will procure Mr. Yu Huang, a controlling shareholder of the Company, among others, not to sell, transfer or otherwise dispose of his equity interests in the Company and its subsidiaries or associated companies or any part thereof or create any encumbrance over his equity interests or any part thereof unless with the prior written consent of the Lender. A breach of such covenant will constitute an event of default, upon the occurrence of which, all outstanding amounts under the Loan Agreement shall become immediately due and payable.

As at the date of this announcement, Top Synergy Y&C Limited holds approximately 39.73% of the total issued share capital of the Company. Top Synergy Y&C Limited is owned as to approximately 94.79% by Mr. Yu Huang and as to approximately 5.21% by Ms. Chen Cheng, the spouse of Mr. Yu Huang, respectively.

The Company will make appropriate disclosures on the above provisions under the Loan Agreement in the subsequent interim and annual reports of the Company pursuant to Rule 13.21 of the Listing Rules for so long as the circumstances giving rise to the disclosure obligation continue to exist.

By order of the Board
KIDZTECH HOLDINGS LIMITED
Yu Huang
Chairman

Hong Kong, 23 December 2021

As at the date of this announcement, the Board comprises three executive Directors, namely, Mr. Yu Huang, Mr. Pui Lik Leung Kenny and Ms. He Minhua; one non-executive Director, namely, Ms. Zheng Jingyun; and three independent non-executive Directors, namely, Mr. He Weidong, Ms. Zhao Weiwei and Ms. Wang Shiling.