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AGTech Holdings Limited

亞博科技控股有限公司*

(incorporated in Bermuda with limited liability)

(Stock Code: 8279)

**UPDATE ON
THE VERY SUBSTANTIAL ACQUISITION**

Reference is made to the announcement of AGTech Holdings Limited (the “**Company**”) dated September 10, 2021 and the circular of the Company dated October 29, 2021 (the “**Circular**”) in relation to, among other things, the proposed very substantial acquisition of the entire equity interest in Macau Pass Holding Ltd. and its subsidiaries and the possible continuing connected transactions. Unless defined otherwise, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

As disclosed in the Circular, Closing is subject to the satisfaction or waiver of the Closing Conditions on or before the Long Stop Date (being March 31, 2022 or such other date as agreed by the parties to the Agreement in writing). The Board is pleased to announce that on March 15, 2022, the Target Group has received all relevant regulatory consents and approvals as are necessary in connection with the proposed change in shareholding of the Target Group (including Macau Pass having received the written approval of AMCM for implementation of the Acquisition and the proposed change in shareholding or control of Macau Pass), the receipt of which is one of the Closing Conditions. Closing will take place after fulfillment or waiver of all the other Closing Conditions and upon the parties to the Agreement having completed a series of Closing matters in accordance with the terms of the Agreement.

Further announcement(s) will be made by the Company as and when appropriate.

By order of the Board
AGTech Holdings Limited
Sun Ho
Chairman & CEO

Hong Kong,
March 15, 2022

* *For identification purposes only*

As at the date of this announcement, the Board comprises (i) Mr. Sun Ho and Ms. Hu Taoye as executive Directors; (ii) Mr. Yang Guang, Mr. Liu Zheng, Mr. Ji Gang and Mr. Zou Liang as non-executive Directors; and (iii) Mr. Feng Qing, Dr. Gao Jack Qun Yao and Mr. Chow Siu Lui 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 “Latest Listed Company Information” page of the GEM website operated by the Stock Exchange at www.hkgem.com for at least seven days from the day of its posting and will be published on the website of the Company at <http://www.agtech.com>.