SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person*

Guo Li

(Last) (First) (Middle)

ROOM 407, TOWER 2, HARBOUR CENTRE
8 HOK CHEUNG ST

(Street)

HONG KONG F4

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol

AIOS Tech Inc. [AIOS]

3. Date of Earliest Transaction (Month/Day/Year)

07/14/2026

4. If Amendment, Date of Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

☑ Director ☑ 10% Owner
☑ Officer (give title below) ☐ Other (specify below)

Co-Chief Executive Officer

6. Individual or Joint/Group Filing (Check Applicable Line)

☑ Form filed by One Reporting Person
☐ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class B common shares(1)(2)	07/14/2026		A		5,000,000	A	$500	5,000,000(3)	I	By Swift Prime Limited

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. The Class B common shares, par value US$0.0001 per share (the "Class B Common Shares") were acquired directly from the Issuer in a private placement pursuant to a share subscription agreement, dated June 26, 2026 (the "Share Subscription Agreement"), between a company wholly owned by the Reporting Person and the Issuer, at a purchase price of US$0.0001 per share, for an aggregate subscription price of US$500 for 5,000,000 Class B Common Shares. The subscription was approved by the Issuer's board of directors (the "Board") and audit committee of the Board. The transaction closed on July 14, 2026.

2. The Class B Common Shares acquired are subject to a five (5) year lock-up from the date of issuance of July 14, 2026 under the Share Subscription Agreement, during which the Class B Common Shares may not be transferred, sold, or otherwise disposed of without prior approval of the Board.

3. Prior to the reported transaction, the Reporting Person beneficially owned no securities of the Issuer, as reflected in the Reporting Person's initial statement of beneficial ownership on Form 3 filed March 19, 2026.

/s/ Guo Li — 07/16/2026

** Signature of Reporting Person — Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, *see* Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.