NEW CONCEPTS HOLDINGS LIMITED
創業集團(控股)有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 2221)

COMPLETION OF CONNECTED TRANSACTION IN RELATION TO ISSUE OF NEW SHARES UNDER SPECIFIC MANDATE FOR DEBT CAPITALISATION

References are made to (i) the announcements of New Concepts Holdings Limited (the "**Company**") dated 25 August 2025, 17 September 2025 and 10 October 2025; and (ii) the circular (the "**Circular**") of the Company dated 24 September 2025 in relation to, among other things, the Debt Capitalisation. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

COMPLETION OF DEBT CAPITALISATION

The Board is pleased to announce that as all the conditions precedent as set out in the Capitalisation Agreement have been satisfied, Completion took place on 17 October 2025 in accordance with the terms and conditions of the Capitalisation Agreement. An aggregate of 10,000,000 Capitalisation Shares, representing approximately 5.19% of the issued share capital of the Company as enlarged by the allotment and issue of the Capitalisation Shares, have been allotted and issued to Mr. Zhu at the price of HK$1.00 per Capitalisation Share. As the entire subscription price in the amount of HK$10,000,000 will be set off against an equivalent amount of the Outstanding Sum on a dollar-to-dollar basis, there will not be any proceeds arising from the Debt Capitalisation.

EFFECTS ON SHAREHOLDING STRUCTURE OF THE COMPANY

Set out below is the shareholding structure of the Company immediately before and after Completion and the allotment and issue of the Capitalisation Shares as contemplated under the Debt Capitalisation:

Shareholders	**Immediately before Completion and the allotment and issue of the Capitalisation Shares as contemplated under the Debt Capitalisation**		**Immediately after Completion and the allotment and issue of the Capitalisation Shares as contemplated under the Debt Capitalisation**	
	Number of Shares	*Approx. % of shareholding*	*Number of Shares*	*Approx. % of shareholding*
Directors				
Mr. Zhu *(Note 1)*	8,677,200	4.75	18,677,200	9.69
Mr. Pan Yimin ("**Mr. Pan**") *(Note 2)*	50,000	0.03	50,000	0.03
Dr. Tong Ka Lok ("**Dr. Tong**") *(Note 3)*	48,000	0.03	48,000	0.02
Mr. Choy Wai Shek, Raymond, *MH, JP.* ("**Mr. Choy**") *(Note 4)*	120,000	0.07	120,000	0.06
Public Shareholders	173,868,013	95.13	173,868,013	90.20
Total	**182,763,213**	**100.00**	**192,763,213**	**100.00**

Notes:

(1) Among the 18,677,200 Shares, 7,700,000 Shares are beneficially held by Jumbo Grand Enterprise Development Limited ("**Jumbo Grand**") and 437,200 Shares are beneficially by Excellent Point Asia Limited ("**Excellent Point**"). Mr. Zhu owns 100% of the issued voting shares of Jumbo Grand and Excellent Point. As such, Mr. Zhu is deemed or taken to be interested in all the Shares which are beneficially owned by Jumbo Grand and Excellent Point for the purpose of the SFO.

(2) As at the date of this announcement, Mr. Pan is an executive Director.

(3) As at the date of this announcement, Dr. Tong is an independent non-executive Director.

(4) As at the date of this announcement, Mr. Choy is an independent non-executive Director.

(5) Certain percentage figures in the above table are subject to rounding adjustments. Accordingly, figures shown as totals may not be an arithmetic aggregation of the figures preceding them.

By order of the Board
New Concepts Holdings Limited
Zhu Yongjun
Chairman and Executive Director

Hong Kong, 17 October 2025

As at the date of this announcement, the executive Directors are Mr. Zhu Yongjun and Mr. Pan Yimin; and the independent non-executive Directors are Ms. Du Yun, Mr. Lo Chun Chiu, Adrian, Dr. Tong Ka Lok and Mr. Choy Wai Shek, Raymond, MH, JP.