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LIFE CONCEPTS

Life Concepts Holdings Limited

生活概念控股有限公司

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)

(Stock Code: 8056)

SUPPLEMENTAL ANNOUNCEMENT IN RELATION TO PLACING OF NEW SHARES UNDER GENERAL MANDATE

Reference is made to the announcement of Life Concepts Holdings Limited (the “**Company**”) dated 22 July 2025 (the “**Announcement**”) in relation to the placing of up to 13,650,000 Placing Shares under the General Mandate. Unless otherwise defined, capitalised terms used herein have the same meanings as defined in the Announcement.

THE SUPPLEMENTAL AGREEMENT

On 11 August 2025, after arm’s length negotiation, the Company and the Placing Agent entered into a supplemental agreement to the Placing Agreement (the “**Supplemental Agreement**”) to the effect that:

1. Change of the Long Stop Date for the Placing Agreement

Pursuant to the terms and conditions of the Placing Agreement, completion of the Placing Agreement is subject to the conditions precedent being fulfilled on or before 11 August 2025 (or such other date as the Placing Agent may agree in writing with the Company) (the “**Long Stop Date**”).

As additional time is required for fulfilment of the conditions under the Placing Agreement, the Long Stop Date contemplated under the Placing Agreement has been extended from 11 August 2025 to 1 September 2025 (or such other date as the Placing Agent may agree in writing with the Company) under the Supplemental Agreement.

2. Change of the number of Placing Shares

Pursuant to the Supplemental Agreement, the maximum number of new Shares to be placed under to the Placing Agreement has been increased from 13,650,000 Shares to 22,682,909 Shares (the “**Revised Placing Shares**”).

The Revised Placing Shares representing approximately 20.00% of the total number of Shares in issue as at the date of this announcement, and approximately 16.67% of the enlarged total number of Shares in issue upon the completion of the Placing (assuming there will be no change to the total number of Shares in issue from the date of this announcement to the completion of the Placing other than the issue by the Company of the Placing Shares). The aggregate nominal value of the Placing Shares will be US\$453,658.18.

Save and except for the aforesaid changes, all the terms and conditions of the Placing Agreement remain unchanged and continue in full force and effect.

USE OF PROCEEDS

Assuming all the Placing Shares are fully placed, the gross proceeds from the Placing are expected to be approximately HK\$6.4 million and the net proceeds (after deducting all applicable costs and expenses, including commission and levies) will be approximately HK\$6.2 million. On this basis, the net price per Placing Share will be approximately HK\$0.275. The Company intends to apply the net proceed from the Placing towards replenishment of the working capital of the Group.

EFFECT ON SHAREHOLDING STRUCTURE OF THE COMPANY

Assuming there being no other changes in the share capital of the Company from the date of this announcement up to completion of the Placing, set out below is the shareholding structure of the Company (i) as at the date of this announcement and (ii) immediately after completion of the Placing.

	As at the date of this announcement		Immediately upon completion of the Placing	
	<i>No. of Shares</i>	<i>Approx. %</i>	<i>No. of Shares</i>	<i>Approx. %</i>
Placees	—	—	22,682,909	16.67
Public Shareholders	113,414,545	100.00	113,414,545	83.33
	<u>113,414,545</u>	<u>100.00</u>	<u>136,079,454</u>	<u>100.00</u>

Completion of the transactions contemplated under the Placing Agreement are subject to such agreement not being terminated in accordance with the terms thereof. In addition, completion of the Placing is subject to the satisfaction of conditions precedent under the Placing Agreement. Therefore, the Placing may or may not proceed to completion. Shareholders and potential investors are advised to exercise caution when dealing in the Shares and other securities of the Company

By order of the Board
Life Concepts Holdings Limited
Xu Qiang

Chairman, Executive Director and Chief Executive Officer

Hong Kong, 11 August 2025

As at the date of this announcement, the Board comprises Mr. Xu Qiang (Chairman and Chief Executive Officer) and Ms. Wu Liyu as executive Directors; and Mr. Hui Hung Kwan, Mr. Bian Hongjiang and Mr. Chen Wenrui as independent non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange 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 Stock Exchange’s website at www.hkexnews.hk for at least 7 days from the date of its publication. This announcement will also be published on the Company’s website at www.lifeconcepts.hk.