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TASTY CONCEPTS HOLDING LIMITED

賞之味控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8096)

RESULTS OF THE RIGHTS ISSUE ON THE BASIS OF FIVE (5) RIGHTS SHARE FOR EVERY TWO (2) SHARES HELD ON THE RECORD DATE

Reference is made to the prospectus of Tasty Concepts Holding Limited (the “**Company**”) dated 3 October 2023 (the “**Prospectus**”) and the announcement of the Company dated 25 October 2023 (the “**Announcement**”) in relation to, among other things, the Rights Issue on the basis of five (5) Rights Shares for every two (2) Shares held on the Record Date on a non-underwritten basis. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Prospectus.

RESULTS OF THE RIGHTS ISSUE

As disclosed in the Announcement, a total of five valid application and acceptance under the PAL in respect of a total of 38,953,096 Rights Shares had been received, representing approximately 28.3% of the total number of Rights Shares available for subscription under the Rights Issue. There will be no fractional entitlements to the Rights Shares arising under the Rights Issue. Based on the subscription results, the Rights Issue was under-subscribed by 98,546,904 Rights Shares, representing approximately 71.7% of the total number of the Rights Shares available for subscription under the Rights Issue.

As at the Record Date, there was no Excluded Shareholders. As such, there is no ES Unsold Rights Shares.

PLACING ARRANGEMENT OF THE UNSUBSCRIBED RIGHTS SHARES AND THE ES UNSOLD RIGHTS SHARES AND COMPENSATORY ARRANGEMENTS

As disclosed in the Announcement, the 98,546,904 Unsubscribed Rights Shares (the “**Placing Shares**”), representing approximately 71.7% of the total number of the Rights Shares available for subscription under the Rights Issue, were subject to the Compensatory Arrangement.

The Board is pleased to announce that as at 6:00 p.m. on Thursday, 2 November 2023, being the latest time of placing of the Placing Shares by the Placing Agent, a total of 98,546,904 Placing Shares, representing approximately 51.2% of the Company’s issued Shares immediately upon completion of the Rights Issue, had been successfully placed at the placing price of HK\$0.20 per Placing Share, representing nil premium over the Subscription Price to not less than 6 placees. Accordingly, the amount of the Net Gain per Placing Share under the Compensatory Arrangements is nil and no Net Gain were realised and to be received by any No Action Shareholder.

To the best of the Directors’ knowledge, information and belief after having made all reasonable enquiries, (i) each of the placees and where appropriate, their respective ultimate beneficial owners, is independent of and not connected with the Company and its connected persons and not a connected person of the Company; and (ii) none of the placees has become a Substantial Shareholder (as defined under the GEM Listing Rules) upon completion of the Placing.

All conditions with respect to the Rights Issue and the placing of the Unsubscribed Rights Shares set out in the Prospectus have been fulfilled and the Rights Issue and the placing of the Unsubscribed Rights Shares became unconditional at 4:00 p.m. on Friday, 3 November 2023.

Based on the subscription results of the Rights Issue and the placing results of the Compensatory Arrangements, the Rights Shares to be allotted and issued amounted to 137,500,000 Rights Shares, representing 100% of the total number of Rights Shares offered for subscription under the Rights Issue. The gross proceeds raised from the Rights Issue (including the Placing) are approximately HK\$27.5 million (before expenses).

EFFECT OF THE RIGHTS ISSUE ON THE SHAREHOLDINGS IN THE COMPANY

Set out below is the shareholding structure of the Company immediately before and after completion of the Rights Issue.

Shareholders	Immediately before completion of the Rights Issue		Immediately after completion of the Rights Issue	
	<i>Number of Shares</i>	<i>Approximate %</i>	<i>Number of Shares</i>	<i>Approximate %</i>
Brilliant Trade Enterprises Limited	3,001,000	5.46	3,001,000	1.56
Independent placees	–	–	98,546,904	51.19
Other public Shareholders	51,999,000	94.54	90,952,096	47.25
Total	<u>55,000,000</u>	<u>100.00</u>	<u>192,500,000</u>	<u>100.00</u>

DESPATCH OF SHARE CERTIFICATES FOR THE RIGHTS SHARES

Share certificates in respect of valid acceptance of the Rights Shares under the PAL and the Placing Shares are expected to be despatched to those entitled thereto by ordinary post to their respective registered address at their own risks on Monday, 13 November 2023.

COMMENCEMENT OF DEALINGS OF THE RIGHTS SHARES IN FULLY-PAID FORM

Dealings in the Rights Shares, in their fully-paid form, are expected to commence on the Stock Exchange at 9:00 a.m. on Tuesday, 14 November 2023.

By order of the Board
Tasty Concepts Holding Limited
Tang Chun Ho Chandler
Chairman and Executive Director

Hong Kong, 10 November 2023

As at the date of this announcement, the Board comprises Mr. Tang Chun Ho Chandler and Ms. Sung Kwan Wun as executive Directors; and Mr. Ho Lai Chuen, Ms. Li Mingrong and Mr. Lui Sze Ho 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 website of The Stock Exchange of Hong Kong Limited at www.hkexnews.hk on the "Latest Listed Company Information" page for at least 7 days from the date of its posting and will be published on the Company's website at www.butaoramen.com.