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PHOENITRON

PHOENITRON HOLDINGS LIMITED

品創控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8066)

**DISCLOSEABLE TRANSACTION:
SUBSCRIPTION OF REGISTERED CAPITAL IN THE TARGET
COMPANY – FURTHER EXTENSION OF LONG STOP DATE**

References are made to the announcements of the Company dated 17 April 2024 and 30 May 2024 (collectively, the “**Announcements**”) in relation to entering into of the Capital Injection Agreement and the Subscription. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Announcements.

Pursuant to the Capital Injection Agreement (as amended and supplemented by the extension letter dated 30 May 2024 (the “**First Extension Letter**”)), if the conditions thereof are not fulfilled or waived (as the case may be) on or before 29 July 2024 (or such later date as the parties to the Capital Injection Agreement may agree in writing) (the “**Long Stop Date**”), the Capital Injection Agreement (as amended and supplemented by the First Extension Letter) shall cease and terminate and neither party shall have any obligations and liabilities towards each other thereunder save for any antecedent breaches thereof.

The Board announces that, since additional time is required for the Target Company and/or the Original Shareholders to fulfil the conditions to the Capital Injection Agreement (as amended and supplemented by the First Extension Letter), on 29 July 2024, the Investor and the Target Company entered into an extension letter (the “**Second Extension Letter**”) to further extend the Long Stop Date to 28 September 2024 (or such later date as the parties to the Capital Injection Agreement may agree in writing).

Save and except for the aforesaid extension of the Long Stop Date, all other terms and conditions of the Capital Injection Agreement (as amended and supplemented by the First Extension Letter) shall remain unchanged and continue to remain in full force and effect.

By order of the Board
Phoenitron Holdings Limited
Chang Wei Wen
Executive Director

Hong Kong, 29 July 2024

As at the date of this announcement, the Board comprises three executive Directors, Ms. Lily Wu (Chairman and Chief Executive Officer), Mr. Chang Wei Wen and Mr. Yang Meng Hsiu, and three independent non-executive Directors, Ms. Wong Ka Wai, Jeanne, Mr. Yeung Man Chit, Daniel and Mr. Chan Siu Wing, Raymond.

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 in this announcement misleading.

This announcement will remain on the “Latest Listed Company Information” page of the website of the Stock Exchange at www.hkexnews.hk for at least 7 days from the date of its publication and on the website of the Company at www.phoenitron.com.