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MI MING MART HOLDINGS LIMITED

彌明生活百貨控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8473)

SUPPLEMENTAL ANNOUNCEMENT

MAJOR AND CONNECTED TRANSACTIONS IN RELATION TO DISPOSAL OF THE JAPAN PROPERTY AND DISPOSAL OF THE US PROPERTY AND PROPOSED DECLARATION OF SPECIAL DIVIDEND

Reference is made to the announcement of Mi Ming Mart Holdings Limited (the “**Company**”) dated 20 June 2025 (the “**Announcement**”) in relation to the Disposals. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

VARIATION OF TERMS OF THE DISPOSAL OF THE JAPAN PROPERTY

As disclosed in the Announcement, on 20 June 2025 (after trading hours), Rosy (a wholly-owned subsidiary of the Company) and Ms. Erica Yuen entered into the Sale and Purchase Agreement (Japan), pursuant to which Rosy has conditionally agreed to sell and Ms. Erica Yuen has conditionally agreed to purchase the Japan Property at the consideration of JPY586,000,000 (equivalent to approximately HK\$32,230,000).

The Board announces that on 10 September 2025 (after trading hours), Rosy, as seller, and Ms. Erica Yuen, as purchaser, entered into a supplemental agreement to amend and supplement certain terms of the Sale and Purchase Agreement (Japan) (the “**Supplemental Agreement (Japan)**”).

Pursuant to the Supplemental Agreement (Japan), the parties have agreed to revise and increase the consideration amount for the disposal of the Japan Property to JPY660,000,000 (equivalent to approximately HK\$36,300,000), having taken into account (i) the most recent prevailing transacted value of comparable properties in nearby locations; (ii) the updated valuation of the Japan Property of approximately JPY660,000,000 (equivalent to approximately HK\$36,300,000) as at 20 June 2025 provided by an independent property valuer; (iii) the carrying value of the Japan Property as at 20 June 2025; (iv) the acquisition consideration of the Japan Property of JPY420,000,000 (equivalent to approximately HK\$23,100,000); and (v) the reasons set forth under the paragraph “Reasons for and benefits of the Disposals” set out in the Announcement.

The consideration amount for the disposal of the Japan Property as revised by the Supplemental Agreement (Japan) shall be payable by Ms. Erica Yuen to Rosy in the following manner:

- (a) an initial deposit of JPY58,600,000 (equivalent to approximately HK\$3,223,000) has been paid by Ms. Erica Yuen to Rosy upon the signing of the Sale and Purchase Agreement (Japan); and
- (b) the balance of the consideration in the sum of JPY601,400,000 (equivalent to approximately HK\$33,077,000) shall be paid by Ms. Erica Yuen to Rosy upon Completion (Japan), which shall fall on 30 September 2025 (or such other date as agreed by the parties) subject to the fulfilment of the condition precedent set out in the Sale and Purchase Agreement (Japan).

Save as the aforesaid, all other terms and conditions of the Sale and Purchase Agreement (Japan) shall remain unchanged and continue in full force and effect.

FINANCIAL EFFECT OF THE DISPOSALS

The Board would like to take this opportunity to clarify that due to inadvertent omission, the net losses before taxation and extraordinary items and the net losses after taxation and extraordinary items of the Japan Property disclosed in the Announcement have not included the depreciation expenses of the Japan Property for the year ended 31 March 2023 and 2024, respectively. The Company would like to clarify that the relevant figures after taking into account the depreciation expenses of the Japan Property for each of the two financial years ended 31 March 2024 shall be read as follow:

	For the year ended 31 March	
	2023	2024
	<i>HK\$'000</i>	<i>HK\$'000</i>
Net losses before taxation and extraordinary items		
– Japan Property	(344)	(892)
Net losses after taxation and extraordinary items		
– Japan Property	(344)	(892)

Based on the revised consideration under the Supplemental Agreement (Japan), it is estimated that the Company will record a preliminary net profit on the Disposals of approximately HK\$11,199,000, comprising (i) a preliminary net profit on the disposal of the Japan Property of approximately HK\$10,892,000; and (ii) a preliminary net profit on the disposal of the US Property of approximately HK\$307,000.

The preliminary net profit on the Disposals represents the difference between (i) the aggregated consideration (as revised by the Supplemental Agreement (Japan)) being converted into Hong Kong dollars received from the Disposals after deducting the estimated expenses and tax expenses in relation to the Disposals of approximately HK\$40,169,000; and (ii) the aggregated carrying value of the Japan Property and the US Property of approximately HK\$28,970,000 as at 20 June 2025.

The actual figures will be subject to audit by the auditors of the Company and therefore may be different from the aforementioned amount.

INTENDED USE OF PROCEEDS

The Directors expect that after deducting the estimated taxes and expenses of approximately HK\$2,706,000, the net proceeds to be received from the Disposals (as revised by the Supplemental Agreement (Japan)) is estimated to be approximately HK\$40,169,000.

The Directors currently intend to apply such net proceeds in the following manner.

- (i) approximately HK\$12,169,000, representing approximately 30.3% of the net proceeds, will be used as general working capital of the Group to cover daily operational costs, including inventory procurement, employee salaries, and rental payments; and
- (ii) approximately HK\$28,000,000, representing approximately 69.7% of the net proceeds, will be used for distribution of the Special Dividend to the Shareholders.

PROPOSED DECLARATION OF SPECIAL DIVIDEND

Subject to (i) approval of the Independent Shareholders at the EGM and (ii) Completion (Japan) and Completion (US) taking place, the Board intends to declare a Special Dividend of HK\$0.025 per Share to the Shareholders whose names appear on the register of members of the Company on a record date to be determined.

As at the date of this announcement, the total number of issued Shares (assuming no issue of new Shares or repurchase of Shares on or before the record date of the Special Dividend) of the Company is 1,120,000,000. The total amount of the Special Dividend, if paid out, will be approximately HK\$28,000,000. Further announcement(s) regarding book close dates, record date and payment date of the Special Dividend will be made as and when appropriate.

This announcement is supplemental to, and should be read in conjunction with the Announcement. The above additional information does not affect other details and content set forth in the Announcement. Save as disclosed and clarified herein, all other contents of the Announcement remain unchanged and continue to be valid for all purposes.

Further information and particulars of the Disposals and the proposed declaration of the Special Dividend will be contained in the circular of the Company expected to be despatched to the Shareholders on or before 12 September 2025.

By Order of the Board
Mi Ming Mart Holdings Limited
Yuen Mi Ming Erica
*Chairlady, Chief Executive Officer and
Executive Director*

Hong Kong, 10 September 2025

As at the date of this announcement, the Executive Directors of the Company are Ms. Yuen Mi Ming Erica (Chairlady) and Ms. Yuen Mimi Mi Wahng, the Non-executive Directors are Mr. Cheung Siu Hon Ronald and Mr. Lam Yue Yeung Anthony and the Independent Non-executive Directors are Ms. Lui Karrie Ka Yee, Ms. Tsang Wing Yee and Ms. Wong Yuen Kwan.

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 of Hong Kong Limited 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 on the website of The Stock Exchange of Hong Kong Limited at www.hkexnews.hk for a minimum period of 7 days from the date of its publication and on the website of the Company at www.mimingmart.com.