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Simplicity Holding Limited

倩碧控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8367)

SUPPLEMENTAL ANNOUNCEMENT IN RELATION TO THE ANNUAL REPORT FOR THE YEAR ENDED 31 MARCH 2025

Reference is made to the annual report (the “**Annual Report**”) of Simplicity Holding Limited (the “**Company**”) for the year ended 31 March 2025 issued on 30 June 2025. Unless otherwise stated, capitalised terms herein shall bear the meanings as defined in the Annual Report.

In addition to the information disclosed in the Annual Report, the board of directors of the Company would like to further provide the following information in respect of a new share scheme adopted on 18 January 2024.

For the year ended 31 March 2025, there was no share option or award granted since the date of adoption of the New Share Scheme.

The number of shares available for grant in the future under the New Share Scheme upon the grant of the share options or awards to participants as incentives or rewards for their contributions to the Company is 5,754,198 (2024: 115,083,969) upon Share Consolidation as stated in note 28 during the year ended 31 March 2025., which represented 8.3% (2024: 10.0%) of the issued share capital of the Company as at 31 March 2025.

The maximum number of shares in respect of which options or awards may be granted under the Scheme must not in aggregate exceed 115,083,969 shares, 10% of the total number of shares in issue on the date of adoption of the Scheme. The total number of shares which may fall to be issued upon exercise of the share options granted or awards under the Scheme to each Grantee in any 12-month period up to the date of grant shall not exceed 1% of the shares in issue as at the date of grant.

An option or award may be exercised in whole or in part after the same has become vested and at any time during a period as the Board may determine which shall not exceed ten years from the date of offer of the Options, by the grantee giving notice in writing to the Company in such form as the Board may from time to time determine stating that the option or award is thereby exercised and the number of shares in respect of which it is exercised.

The vesting period in respect of any share options or awards shall be not less than twelve months. A shorter vesting period may be granted to the Grantees at the discretion of the Board in certain circumstances.

For share options granted, HK\$1.00 to be paid by the grantee upon acceptance of the share options granted. For awards granted, the Board may in its absolute discretion determine whether the grantee is required to pay upon acceptance of the awards granted.

An offer for the grant of share options or awards must be accepted within 21 days inclusive of the day on which such offer was made.

The exercise price of an option granted under the New Share Scheme shall be a price solely determined by the Board and notified to a participant and shall be at least the higher of: (i) the closing price of the Shares as stated in the Stock Exchange's daily quotations sheet on the date of grant of the Option, which must be a business day; (ii) the average closing prices of the Shares as stated in the Stock Exchange's daily quotations sheets for the 5 business days immediately preceding the date of grant; and (iii) the nominal value of a Share on the date of offer.

The Board may in its absolute discretion determine whether the grantee is required to pay any purchase price for the acquisition of the Shares underlying an Award.

Order of the Board of
Simplicity Holding Limited
Choi Pun Lap
Executive Director and Company Secretary

Hong Kong, 11 May 2026

As at the date of this announcement, the executive Directors of the Company are Mr. Choi Pun Lap, Mr. Leung Wai Tai and Mr. Zhang Qifeng; and the independent non-executive Directors of the Company are Mr. Lo Cheuk Fei Jeffrey, Mr. Cheung Hiu Fung and Ms. Ip Sin Nam.

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 Stock Exchange's website at <http://www.hkexnews.hk> on the "Latest Listed Company Information" page for at least seven days from the date of its publication and posting and will be published and remains on the website of the Company at <http://www.simplicityholding.com>.

** For identification purpose only*