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Bonjour Holdings Limited

卓悦控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 653)

VOLUNTARY ANNOUNCEMENT MEMORANDUM OF UNDERSTANDING

This announcement is made by Bonjour Holdings Limited (the “**Company**”, together with its subsidiaries as the “**Group**”) on a voluntary basis to update the shareholders (the “**Shareholders**”) and potential investors of the Company on the latest business development of the Group.

MEMORANDUM OF UNDERSTANDING

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that on 6 March 2024, the Company and GDD Investment Group Company Limited* (廣州開發區投資集團有限公司) (“**GDD Investment**”) entered into a non-binding memorandum of understanding (the “**Memorandum of Understanding**”) in relation to their potential strategic cooperation. The implementation of the details of the cooperation is subject to the entering into of further formal agreements between the parties.

According to the Memorandum of Understanding, the Company and GDD Investment agreed to promote comprehensive cooperation partnership between the parties, so as to complement each other’s strengths, to achieve mutual benefits and win-win outcome, and together develop opportunities that are functional complementary to each other, which mainly include:

1. cooperating in promoting the use of the Group’s global cross-border eCommerce platform “HongKong Mall 香港貓” in Huangpu area of the Guangzhou Development District (“**Huangpu Area**”);
2. collaborating in the establishment of a new centre for the Guangdong Hong Kong Macao Young Entrepreneurship Incubator in the Huangpu Area; and
3. collaborating in providing quality services in attracting enterprises and investments for the GDD Investment Group* (廣州開發區投資集團) in areas including but not limited to industry integration, investment consultation, policy advisory, coordination of roles and responsibilities across various departments.

INFORMATION ON GDD INVESTMENT

GDD Investment was established in January 1992 with a registered capital of approximately RMB7,100 million. Its total investments exceeded RMB60 billion and it has invested in over 160 enterprises. It enjoys AAA domestic credit rating and Fitch BBB+ international rating and is a wholly state-owned enterprise in Guangzhou Development District and Huangpu District. Based on the new development stage, GDD Investment is positioned as a major industrial investment platform in the region, focusing on the four major areas of “smart manufacturing and advanced manufacturing, beauty and cosmetics, health, major industrial investments and capital operation, and investments in science and technology park and operational services”.

GDD Investment is committed to building high-tech industry investors, science and technology industry community operators, and science and technology innovation ecological service providers, so as to become the leader and new benchmark of scientific and technological innovation leadership, industrial community construction, and investment platform services.

REASONS FOR AND BENEFITS OF ENTERING INTO THE MEMORANDUM OF UNDERSTANDING

Based on the new concept of “Beauty, Health & Beautiful Life”, the Group has been actively promoting “technology + consumption” since 2020 and leading the new 5G digital economy. The Group has upgraded from a traditional beauty industry retailer to a global eCommerce company, and is committed to provide consumers with international general merchandise products and professional services, as well as to provide the best quality of eCommerce services for Hong Kong small and medium-sized enterprises.

By entering into the Memorandum of Understanding, we aim to fully leverage their respective comprehensive resource advantages and foster innovative collaboration models, in order to achieve a balanced development that comprises of attaining short-term results and realising medium to long-term strategic objectives. By entering into comprehensive cooperation, The Company and GDD Investment would like to carry out organisation transformation, strengthen the synergy mechanism for conducting industrial and technology innovation, which will bring significant opportunities. The Board believes that the Memorandum of Understanding will further promote the sustainable development and steady growth of the Company, provide profitability and bring considerable returns for the Shareholders.

GENERAL INFORMATION

The Memorandum of Understanding contains certain legally binding terms such as confidentiality, rights of the agreement, modification or supplement of the agreement, validity of the agreement, applicable laws and dispute resolution and arbitration. Other than the aforementioned, the other terms of the Memorandum of Understanding are not legally binding, nor do they constitute any basis for the parties to the agreement to bring any claim for the other party’s breach of contract or other legal liabilities.

The specific cooperation involved in the Memorandum of Understanding are subject to the execution of the separate agreement(s) between the parties.

To the best of the knowledge, information and belief of the Directors having made all reasonable enquires, each of GDD Investment and its ultimate beneficial owners is independent of the Company and its connected persons (as defined in the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”). The Company will make such further announcements in respect of the possible cooperation as and when appropriate in accordance with the Listing Rules.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

By Order of the Board
Bonjour Holdings Limited
Chen Jianwen
Chairman and Executive Director

Hong Kong, 6 March 2024

As at the date of this announcement, the Board comprises Mr. Chen Jianwen, Mr. Wan Yim Keung, Daniel and Ms. Chiu Lai Kuen, Susanna as executive Directors; Mr. Kwok Chi Shing, Mr. Lee Kwun Kwan and Mr. Yan Sherman Chuek-ning as independent non-executive Directors.