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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 COOPERATION IN RELATION TO POTENTIAL STRATEGIC COOPERATION PLAN

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 COOPERATION

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that on 17 May 2024, a subsidiary of the Company and HappiGo Home Shopping Company Limited* (快樂購有限公司) (“**HappiGo**”) entered into a non-binding memorandum of cooperation (the “**Memorandum of Cooperation**”) in relation to a potential strategic cooperation plan (the “**Possible Cooperation Plan**”) between the Group and HappiGo. 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 cooperation, the Group and HappiGo mutually agreed to promote comprehensive cooperation partnership between both parties to achieve complementary advantages, mutual benefits and win-win outcome. Both parties will jointly cooperate in the development of cross-border businesses and further expand the intention of market cooperation. Such Cooperation mainly includes:

1. The Group will offer a range of products under its brands to be sold in collaboration with HappiGo.

2. HappiGo will provide promotion media for the Group's branded products, including prioritised promotion through channels owned by or cooperated with HappiGo, including TV shopping platforms, online shopping malls, mobile platforms, community marketing, cooperative distribution, etc., and will provide preferential policies to the Group.
3. HappiGo will explore the market of the Group's branded products in Mainland China, provide a portfolio pricing scheme for the Group's branded products, and provide brand membership maintenance services. Based on the information of the Group's members, HappiGo will formulate a data operation scheme and provide the sales operation team to implement the daily membership operation scheme, so as to enhance the brand awareness and brand influence of the Group's products.

INFORMATION ON HAPPIGO

Founded in 2005, HappiGo is a media eCommerce company under Mango Excellent Media of Hunan Radio and Television* (湖南廣電芒果超媒) (“**Hunan Radio and Television**”), which created a first-generation home shopping industry sample in China and the first TV shopping stock in China. In 2018, HappiGo was fully integrated into Hunan Radio and Television. Based on the advantageous resources of Hunan Radio and Television, HappiGo was fully integrated into the “Mango Big eCommerce Strategic Section”, realising the cross-border integration of media, retail and eCommerce, and forming a unique media eCommerce business model.

HappiGo is committed to building a new media industry and capital operation platform. Through diversified and multi-touch scenario-based operations and multi-channel integration, it expands the broader consumer market and creates greater traffic value.

To the best of the knowledge, information and belief of the Directors having made all reasonable enquiries, HappiGo 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**”)).

REASONS FOR AND BENEFITS OF ENTERING INTO THE MEMORANDUM OF COOPERATION

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 high quality of eCommerce services for Hong Kong small and medium-sized enterprises.

Through entering into the Memorandum of Cooperation, we aim to fully leverage the comprehensive resource advantages of the Company and HappiGo 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 parties would like to carry out organisation optimisation, strengthen the synergy mechanism for conducting industrial and technology innovation, which will bring significant opportunities. The Board believes that the cooperation contemplated under the Memorandum of Cooperation will further promote the sustainable development and steady growth of the Company, provide profitability and bring considerable returns to the Shareholders.

GENERAL INFORMATION

The Memorandum of Cooperation contains confidentiality as a legally binding term. Other than the aforementioned, the other terms of the Memorandum of Cooperation 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 Cooperation are subject to the execution of the separate agreement(s) between the parties.

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, 17 May 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.

* *For identification purposes only*