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*Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the prospectus dated 30 December 2024 (the “**Prospectus**”) issued by Numans Health Food Holdings Company Limited (紐曼思健康食品控股有限公司) (the “**Company**”). This announcement is for information purposes only and does not constitute an offer or an invitation to induce an offer by any person to acquire, purchase or subscribe for any securities of the Company. This announcement is not a prospectus. Potential investors should read the Prospectus for detailed information about the Company and the Global Offering described below before deciding whether or not to invest in the Offer Shares. Any investment decision in relation to the Offer Shares should be taken solely in reliance on the information in the Prospectus.*

*This announcement does not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of Offer Shares in any jurisdiction in which such offer, solicitation or sales would be unlawful. This announcement is not for release, publication or distribution, directly or indirectly, in or into the United States or any other jurisdiction where such distribution is prohibited by law, nor is this announcement an offer for sale or solicitation to purchase or subscribe for securities in the United States or any other jurisdictions. The Offer Shares have not been, and will not be, registered under the United States Securities Act of 1933, as amended or supplemented from time to time (the “**U.S. Securities Act**”), or any applicable state securities laws of the United States, and may not be offered, sold, pledged, transferred or delivered within the United States or to, or for the account or benefit of, U.S. persons (as defined in Regulation S under the U.S. Securities Act (the “**Regulation S**”)) except in transactions exempt from, or not subject to, the registration requirements of the U.S. Securities Act and state securities laws of the United States. The Offer Shares are being offered and sold outside the United States in offshore transactions in accordance with Regulation S and the applicable laws of each jurisdiction where those offers and sales occur. There will be no public offering of the Offer Shares in the United States.*

*The Hong Kong Offer Shares will be offered to the public in Hong Kong subject to the terms and conditions set out in the Prospectus. The Hong Kong Offer Shares will not be offered to any person who is outside Hong Kong and/or not resident in Hong Kong. Potential investors of the Offer Shares should note that the Sole Overall Coordinator and the Joint Global Coordinators (for themselves and on behalf of the Underwriters) shall be entitled to terminate their obligations under the Hong Kong Underwriting Agreements with immediate effect upon the occurrence of any of the events set out in the paragraph headed “Underwriting — Underwriting Arrangements and Expenses — Hong Kong Public Offering — Grounds for Termination” in the Prospectus at any time at or prior to 8:00 a.m. (Hong Kong time) on the Listing Date (which is currently expected to be on Friday, 10 January 2025).*

*The Sole Overall Coordinator confirms that there has been no over-allocation of the Shares under the International Placing. Therefore, the Stock Borrowing Agreement will not be entered into and the Over-allotment Option will not be exercised. In view of the fact that there has been no over-allocation of the Shares under the International Placing, no stabilising action as described in the Prospectus will be taken during the stabilisation period.*

# Numans Health Food Holdings Company Limited 紐曼思健康食品控股有限公司

(incorporated in the Cayman Islands with limited liability)

## GLOBAL OFFERING

Number of Offer Shares under : 250,000,000 Shares  
the Global Offering

Number of Hong Kong Offer Shares : 100,000,000 Shares (as adjusted after reallocation)

Number of International Placing Shares : 150,000,000 Shares (as adjusted after reallocation)

Final Offer Price : HK\$0.80 per Offer Share plus brokerage of 1%,

SFC transaction levy of 0.0027%, AFRC

transaction levy of 0.00015% and Stock

Exchange trading fee of 0.00565%

Nominal value : HK\$0.001 per Share

Stock code : 2530

Sole Sponsor and Sole Overall Coordinator



Joint Global Coordinators, Joint Bookrunners and Joint Lead Managers



Joint Bookrunners and Joint Lead Managers



**Numans Health Food Holdings Company Limited**  
**紐曼思健康食品控股有限公司**

**ANNOUNCEMENT OF FINAL OFFER PRICE  
AND ALLOTMENT RESULTS**

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**Warning: In view of high concentration of shareholding in a small number of Shareholders, Shareholders and prospective investors should be aware that the price of the Shares could move substantially even with a small number of Shares traded and should exercise extreme caution when dealing in the Shares.**

**SUMMARY**

**Company information**

<b>Stock code</b>	2530
<b>Stock short name</b>	NUMANS
<b>Dealings commencement date</b>	10 January 2025*

\* see note at the end of the announcement

**Price Information**

<b>Final Offer Price</b>	HK\$0.80
<b>Offer Price Range</b>	HK\$0.80–HK\$1.09
<b>Offer Price Adjustment exercised</b>	No

**Offer Shares and Share Capital**

<b>Initial number of Offer Shares (before over-allocation)</b>	250,000,000
<b>Number of Offer Shares in Hong Kong Public Offering (after reallocation)</b>	100,000,000
<b>Number of Offer Shares in International Placing (after reallocation)</b>	150,000,000
<b>Number of issued shares upon Listing</b>	1,000,000,000

**Over-allocation**

<b>Number of Offer Shares over-allocated</b>	0
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*Note: There has been no over-allocation of Offer Shares in the International Placing. Therefore, the Over-allotment Option will not be exercised.*

**Proceeds**

<b>Gross proceeds (Note)</b>	HK\$200.0 million
<b>Less: Estimated listing expenses payable based on Final Offer Price</b>	HK\$(79.5) million
<b>Net proceeds</b>	HK\$120.5 million

*Note: Gross proceeds refers to the amount which the Company is entitled to receive. For details of the use of proceeds, please refer to the section headed “Future Plans and Use of Proceeds” in the Prospectus. Approximately RMB35.0 million of the listing expenses has been charged to the consolidated statements of profit or loss during the Track Record Period.*

## ALLOTMENT RESULTS DETAILS

### HONG KONG PUBLIC OFFERING

<b>Number of valid applications</b>	9,340
<b>Number of successful applications</b>	5,958
<b>Subscription level</b>	65.17 times
<b>Claw-back triggered</b>	Yes
<b>Number of Offer Shares initially available under the Hong Kong Public Offering</b>	25,000,000
<b>Number of Offer Shares reallocated from the International Placing (claw-back)</b>	75,000,000
<b>Final number of Offer Shares under the Hong Kong Public Offering (after reallocation)</b>	100,000,000
<b>% of final number of Offer Shares under the Hong Kong Public Offering to the Global Offering (after reallocation)</b>	40%

*Note: For details of the final allocation of shares to the Hong Kong Public Offering, investors can refer to [www.hkeipo.hk/IPOResult](http://www.hkeipo.hk/IPOResult) to perform a search by name or identification number or [www.hkeipo.hk/IPOResult](http://www.hkeipo.hk/IPOResult) for the full list of allottees.*

### INTERNATIONAL PLACING

<b>Number of places</b>	115
<b>Subscription Level</b>	1.03 times
<b>Number of Offer Shares initially available under the International Placing</b>	225,000,000
<b>Number of Offer Shares reallocated to the Hong Kong Public Offering (claw-back)</b>	75,000,000
<b>Final number of Offer Shares under the International Placing (after reallocation)</b>	150,000,000
<b>% of final number of Offer Shares under the International Placing to the Global Offering (after reallocation)</b>	60%

*The Directors confirm that, to the best of their knowledge, information and belief, (i) none of the Offer Shares subscribed by the placees and the public have been financed directly or indirectly by the Company, any of the Directors, chief executive of the Company, Controlling Shareholders, substantial Shareholders, existing Shareholders of the Company or any of its subsidiaries or their respective close associates; and (ii) none of the placees and the public who have purchased the Offer Shares are accustomed to taking instructions from the Company, any of the Directors, chief executive of the Company, Controlling Shareholders, substantial Shareholders, existing Shareholders of*

the Company or any of its subsidiaries or their respective close associates in relation to the acquisition, disposal, voting or other disposition of Shares registered in his/her/its name or otherwise held by him/her/it.

As the International Placing Shares are slightly over-subscribed and the Hong Kong Offer Shares are very significantly over-subscribed, the reallocation procedure as described in the paragraph headed “Structure and Conditions of the Global Offering — The Hong Kong Public Offering — Reallocation” in the Prospectus has taken place. The final number of Hong Kong Offer Shares available under the Hong Kong Public Offering is 100,000,000 Shares, representing 40% of the total number of Offer Shares, and the final number of International Placing Shares available under the International Placing is 150,000,000, representing 60% of the total number of Offer Shares.

## **LOCK-UP UNDERTAKINGS**

### **Controlling Shareholders**

<i>Name</i>	<i>Number of shares held in the Company subject to lock-up undertakings upon Listing</i>	<i>% of shareholding in the Company subject to lock-up undertakings upon Listing</i>	<i>Last day subject to the lock-up undertakings</i>
Wang Ping 王平	750,000,000	75.00%	9 July 2025 (First Six-Month Period) <sup>Note 2</sup>
Cui Juan 崔娟			9 January 2026 (Second Six-Month Period) <sup>Note 3</sup>
Far-East Fortune Management (China) Co., Ltd. (遠東財富管理(中國)有限公司) <sup>Note 1</sup>			
Subtotal	750,000,000	75.00%	
<i>In accordance with the relevant Listing Rule/guidance materials, the required lock-up for the first six-month period ends on 9 July 2025 and for the second six-month period, on 9 January 2026.</i>			

#### *Notes:*

- Mr. Wang Ping, Ms. Cui Juan and Far-East Fortune Management (China) Co., Ltd. are a group of Controlling Shareholders acting in concert.*
- The Controlling Shareholders may dispose of or transfer Shares after the indicated date subject to that the Controlling Shareholders will not cease to be a controlling shareholder (as defined in the Listing Rules) of the Company or a member of a group of the Controlling Shareholders of the Company or would together with the other Controlling Shareholders cease to be “Controlling Shareholders” (as defined in the Listing Rules) of the Company.*
- The Controlling Shareholders will cease to be prohibited from disposing of or transferring Shares after the indicated date.*

### PLACEE CONCENTRATION ANALYSIS

Places*	Number of International Placing Shares allotted	Number of International Placing Shares	Allotment as % of International Placing	Allotment as % of total Offer Shares	Number of Shares held upon Listing	% of total issued share capital upon Listing
Top 1	40,000,000	40,000,000	26.67%	16.00%	40,000,000	4.00%
Top 5	102,032,000	102,032,000	68.02%	40.81%	102,032,000	10.20%
Top 10	117,952,000	117,952,000	78.63%	47.18%	117,952,000	11.80%
Top 25	142,904,000	142,904,000	95.27%	57.16%	142,904,000	14.29%

Note:

\* Ranking of places is based on the number of Shares allotted to the places.

### SHAREHOLDER CONCENTRATION ANALYSIS

Shareholders*	Number of International Placing Shares allotted	Number of Hong Kong Offer Shares allotted	Total Number of Shares allotted	Allotment as % of International Placing	Allotment as % of Hong Kong Public Offering	Allotment as % of total Offer Shares	Number of Shares held upon Listing	% of total issued share capital upon Listing
Top 1	N/A	N/A	N/A	N/A	N/A	N/A	750,000,000	75.00%
Top 5	98,200,000	N/A	98,200,000	65.47%	N/A	39.28%	848,200,000	84.82%
Top 10	115,200,000	N/A	115,200,000	76.80%	N/A	46.08%	865,200,000	86.52%
Top 25	140,520,000	1,320,000	141,840,000	93.68%	1.32%	56.74%	891,840,000	89.18%

Note:

\* Ranking of Shareholders is based on the number of Shares (of all classes) held by the Shareholder upon Listing.



## ***BASIS OF ALLOCATION UNDER THE HONG KONG PUBLIC OFFERING***

Subject to the satisfaction of the conditions set out in the Prospectus, 9,340 valid applications made by the public will be conditionally allocated on the basis set out below:

### **Pool A**

<b>NUMBER OF SHARES APPLIED FOR</b>	<b>NUMBER OF VALID APPLICATIONS</b>	<b>BASIS OF ALLOTMENT/BALLOT</b>	<b>APPROXIMATE PERCENTAGE ALLOTTED OF THE TOTAL NUMBER OF SHARES APPLIED FOR</b>
8,000	5,379	2,690 out of 5,379 applicants to receive 8,000 shares	50.01%
16,000	491	275 out of 491 applicants to receive 8,000 shares	28.00%
24,000	264	167 out of 264 applicants to receive 8,000 shares	21.09%
32,000	134	91 out of 134 applicants to receive 8,000 shares	16.98%
40,000	533	380 out of 533 applicants to receive 8,000 shares	14.26%
48,000	99	74 out of 99 applicants to receive 8,000 shares	12.46%
56,000	60	47 out of 60 applicants to receive 8,000 shares	11.19%
64,000	67	53 out of 67 applicants to receive 8,000 shares	9.89%
72,000	42	34 out of 42 applicants to receive 8,000 shares	8.99%
80,000	551	458 out of 551 applicants to receive 8,000 shares	8.31%
120,000	247	224 out of 247 applicants to receive 8,000 shares	6.05%
160,000	237	229 out of 237 applicants to receive 8,000 shares	4.83%
200,000	179	8,000 shares	4.00%
240,000	89	8,000 shares plus 5 out of 89 applicants to receive an additional 8,000 shares	3.52%
280,000	80	8,000 shares plus 8 out of 80 applicants to receive an additional 8,000 shares	3.14%
320,000	50	8,000 shares plus 7 out of 50 applicants to receive an additional 8,000 shares	2.85%
360,000	45	8,000 shares plus 7 out of 45 applicants to receive an additional 8,000 shares	2.57%
400,000	132	8,000 shares plus 24 out of 132 applicants to receive an additional 8,000 shares	2.36%
480,000	82	8,000 shares plus 19 out of 82 applicants to receive an additional 8,000 shares	2.05%
560,000	43	8,000 shares plus 12 out of 43 applicants to receive an additional 8,000 shares	1.83%
640,000	23	8,000 shares plus 8 out of 23 applicants to receive an additional 8,000 shares	1.68%
720,000	31	8,000 shares plus 11 out of 31 applicants to receive an additional 8,000 shares	1.51%
800,000	218	8,000 shares plus 84 out of 218 applicants to receive an additional 8,000 shares	1.39%

NUMBER OF SHARES APPLIED FOR	NUMBER OF VALID APPLICATIONS	BASIS OF ALLOTMENT/BALLOT	APPROXIMATE PERCENTAGE ALLOTTED OF THE TOTAL NUMBER OF SHARES APPLIED FOR
1,600,000	90	8,000 shares plus 55 out of 90 applicants to receive an additional 8,000 shares	0.81%
2,400,000	31	8,000 shares plus 24 out of 31 applicants to receive an additional 8,000 shares	0.59%
3,200,000	19	16,000 shares	0.50%
4,000,000	61	16,000 shares plus 11 out of 61 applicants to receive an additional 8,000 shares	0.44%
Total	<u>9,277</u>	Total number of Pool A successful applicants: 5,895	

### Pool B

NUMBER OF SHARES APPLIED FOR	NUMBER OF VALID APPLICATIONS	BASIS OF ALLOTMENT/BALLOT	APPROXIMATE PERCENTAGE ALLOTTED OF THE TOTAL NUMBER OF SHARES APPLIED FOR
4,800,000	34	544,000 shares	11.33%
5,600,000	2	632,000 shares	11.29%
6,400,000	1	720,000 shares	11.25%
7,200,000	2	808,000 shares	11.22%
8,000,000	3	872,000 shares	10.90%
9,000,000	4	976,000 shares	10.84%
10,000,000	2	1,080,000 shares	10.80%
11,000,000	4	1,176,000 shares	10.69%
12,496,000	11	1,320,000 shares	10.56%
Total	<u>63</u>	Total number of Pool B successful applicants: 63	

*As of the date of this announcement, the relevant subscription monies previously deposited in the designated nominee accounts have been remitted back to the accounts of all HKSCC participants. Investors should contact their relevant brokers for any inquiries.*



## ***COMPLIANCE WITH LISTING RULES AND GUIDANCE***

The Directors confirm that, except for the Listing Rules that have been waived and/or in respect of which consent has been obtained, the Company has complied with the Listing Rules and guidance materials in relation to the placing, allotment and listing of the Shares.

The Directors confirm that, to the best of their knowledge, the consideration paid by the places or the public (as the case may be) directly or indirectly for each Offer Share subscribed for or purchased by them was the same as the final Offer Price in addition to any brokerage, AFRC transaction levy, SFC transaction levy and trading fee payable.

## ***OTHERS/ADDITIONAL INFORMATION***

### **Reallocation**

As the Hong Kong Public Offering has been over-subscribed by more than 50 times but less than 100 times of the total number of Offer Shares initially available under the Hong Kong Public Offering, the reallocation procedure as disclosed in the paragraph headed “Structure and Conditions of the Global Offering — The Hong Kong Public Offering — Reallocation” in the Prospectus has been applied.

The number of Offer Shares initially available under the Hong Kong Public Offering is 25,000,000 Shares, representing 10% of the total number of Offer Shares initially available under the Global Offering (before over-allocation). As a result of such reallocation, the final number of Offer Shares under the Hong Kong Public Offering is adjusted to 100,000,000 Shares, representing 40% of the total number of Offer Shares available under the Global Offering.

## **PUBLIC FLOAT**

Immediately following the completion of the Global Offering, (i) at least 25% of the total number of issued Shares will be held by the public, in compliance with Rule 8.08(1)(a) of the Listing Rules; (ii) the three largest public Shareholders do not hold more than 50% of the Shares in public hands at the time of the Listing in compliance with Rules 8.08(3) and 8.24 of the Listing Rules; (iii) there will not be any new substantial Shareholder (as defined in the Listing Rules) of the Company; (iv) no placee will, individually, be placed more than 10% of the enlarged issued share capital of the Company immediately after the Global Offering; and (v) there will be at least 300 Shareholders at the time of the Listing in compliance with Rule 8.08(2) of the Listing Rules.

## **COMMENCEMENT OF DEALINGS**

The Share certificates will only become valid evidence of title at 8:00 a.m. on Friday, 10 January 2025 (Hong Kong time), provided that the Global Offering has become unconditional and the right of termination described in the paragraph headed “Underwriting — Underwriting Arrangements and Expenses — Hong Kong Public Offering — Grounds for Termination” in the Prospectus has not been exercised. Investors who trade the Shares on the basis of publicly available allocation details prior to the receipt of Share certificates or prior to the Share certificates becoming valid evidence of title do so entirely at their own risk.

Assuming that the Global Offering becomes unconditional at or before 8:00 a.m. on Friday, 10 January 2025 (Hong Kong time), it is expected that dealings in the Shares on the Stock Exchange will commence at 9:00 a.m. on Friday, 10 January 2025 (Hong Kong time).

The Shares will be traded in board lots of 8,000 Shares each, and the stock code of the Shares will be 2530.

By order of the Board  
**Numans Health Food Holdings Company Limited**  
**Wang Ping**  
*Chairman, Chief Executive Officer and Executive Director*

Hong Kong, 9 January 2025

As at the date of this announcement, the directors of the Company are as follows:

*Executive Directors:*

Mr. Wang Ping  
Ms. Cui Juan

*Independent non-executive Directors:*

Ms. Yim Wing Yee  
Mr. Lau Kwok Fai Patrick  
Mr. Yu Tsz Ngo

*Non-executive Director:*

Mr. Chan Hok Leung

*This announcement is available for viewing on the website of the Company at [www.numans.cc](http://www.numans.cc) and the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk).*

## DISCLAIMERS

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*The Offer Shares are being offered and sold outside the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act.*

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*\*Potential investors of the Offer Shares should note that the Sole Overall Coordinator and the Joint Global Coordinators (for themselves and on behalf of the Underwriters) shall be entitled to terminate their obligations under the Hong Kong Underwriting Agreements with immediate effect upon the occurrence of any of the events set out in the paragraph headed “Underwriting — Underwriting Arrangements and Expenses — Hong Kong Public Offering — Grounds for Termination” in the Prospectus at any time at or prior to 8:00 a.m. (Hong Kong time) on the Listing Date (which is currently expected to be on 10 January 2025).*