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DICKSON

DICKSON CONCEPTS (INTERNATIONAL) LIMITED

廸生創建(國際)有限公司*

(incorporated in Bermuda with limited liability)

(Stock Code: 0113)

PROFIT WARNING

This announcement is made by Dickson Concepts (International) Limited (the "**Company**" together with its subsidiary companies, the "**Group**") pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**") and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong).

The board of directors (the "**Board**") of the Company announces that based on the management's preliminary review of the unaudited consolidated results of the Group for the year ended 31st March, 2025, the Group is expected to record a decrease of about 20 per cent. in sales turnover and a decrease of about 42 per cent. in net profit attributable to shareholders for the year ended 31st March, 2025 as compared with the year ended 31st March, 2024. This is almost entirely due to the decrease in sales and profits in Hong Kong despite of the increase in profits from the investment division. The Board believes that, as a result of the rapidly changing retail landscape, with local travelers prioritizing destinations offering the best value over shopping locally, and with shopping no longer a priority for Chinese tourists visiting Hong Kong, the consumer sentiment in Hong Kong remains extremely weak. Meanwhile, China has also extended its instant tax refund policy for foreign visitors from selected cities to nationwide, thereby making Hong Kong less attractive.

The information contained in this announcement is based only on the management's preliminary assessment after reviewing the unaudited consolidated accounts of the Group for the year ended 31st March, 2025. The Group's annual results are subject to review by the Company's independent auditor prior to finalisation of such accounts. Therefore, the Group's results for the year ended 31st March, 2025 may be different from the information set out in this announcement. The Group is expected to publish its annual results for the year ended 31st March, 2025 in early June 2025.

Reference is made to the announcement (the "**Rule 3.5 Announcement**") jointly issued by Bestcity Assets Limited and the Company on 29th April, 2025 in relation to, among other things, the Proposal (as defined in the Rule 3.5 Announcement).

The profit warning included in this announcement (the "**Profit Warning**") constitutes a profit forecast under Rule 10 of The Code on Takeovers and Mergers of Hong Kong (the "**Takeovers Code**") and should be reported on by the Company's financial adviser and auditors in accordance with Rule 10 of the Takeovers Code. In view of the requirements of timely disclosures of the inside information under Rule 13.09 of the Listing Rules and the Inside Information Provisions, the Company is required to issue this announcement as soon as practicable and given the time constraints, the Company has encountered genuine practical difficulties (time-wise or otherwise) in meeting the reporting requirements set out in Rule 10 of the Takeovers Code.

Under Rule 10 and Practice Note 2 of the Takeovers Code, if a profit forecast is made during an offer period and is first published in an announcement, it must be repeated in full, together with the reports from the Company's financial advisers and auditors on the said profit forecast, in the next document to be sent to the shareholders by the Company (the "**Shareholders' Document**"). However, if the annual results of the Group for the year ended 31st March, 2025 which fall within the ambit of Rule 10.9 of the Takeovers Code and to which the Profit Warning relates, are published prior to the despatch of the next Shareholders' Document, the requirements to report on the Profit Warning under Rule 10 of the Takeovers Code will no longer apply.

Shareholders and potential investors of the Company should note that the Profit Warning has not been reported on in accordance with the requirements under Rule 10 of the Takeovers Code and does not meet the standard required by Rule 10 of the Takeovers Code. Shareholders and potential investors of the Company should therefore exercise caution in placing reliance on the Profit Warning in assessing the merits and demerits of the Proposal (as defined in the Rule 3.5 Announcement). Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company. Persons who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional adviser.

As at the date of this announcement, the Board comprises :-

Executive Directors:
Dickson Poon *(Group Executive Chairman)*
Poon Dickson Pearson Guanda
(Chief Operating Officer)
Chan Hon Chung, Johnny Pollux
Lau Yu Hee, Gary

Independent Non-Executive Directors:
Bhanusak Asvaintra
Nicholas Peter Etches
Fung Yue Ming, Eugene Michael
Lam Sze Wan Patricia

By Order of the Board
Or Suk Ying, Stella
Company Secretary

Hong Kong, 15th May, 2025

* *For identification purposes only*

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.