Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for the securities of the Company.

Bonjour Holdings Limited
卓悦控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 653)

(1) RESULTS OF THE PLACING; AND
(2) ADJUSTMENTS TO THE OUTSTANDING WARRANTS

References are made to the prospectus of Bonjour Holdings Limited (the "**Company**", together with its subsidiaries, the "**Group**") dated 25 August 2025 (the "**Prospectus**"), among other matters, the Rights Issue and the announcements of the Company dated 15, 22 and 25 September 2025 (the "**Update Announcements**") in relation to, among other things, the results of the Rights Issue and the extensions of the placing period of the Placing. Capitalized terms used herein shall have the same meanings as those defined in the Prospectus unless the context otherwise requires.

RESULTS OF THE PLACING

As set out in the Update Announcements and the announcements in relation to the extension of the placing period dated 22 and 25 September 2025, due to under-subscription of the Rights Issue, 391,856,559 Placing Shares are subject to the Placing by the Placing Agent on a best effort basis during the placing period from Tuesday, 16 September 2025 to 6:00 p.m. on Thursday, 2 October 2025.

The Board hereby announces that at 6:00 p.m. on Thursday, 2 October 2025, being the Latest Placing Time, a total of 281,300,000 Placing Shares were successfully placed at the placing price of HK$0.080 per Placing Share under the Placing. The completion of the Placing took place on 6 October 2025.

To the best of the Directors' knowledge, information and belief after having made all reasonable enquiries, all the placees and their respective ultimate beneficial owners (if applicable) are Independent Third Parties and no placee has become a substantial Shareholder immediately upon completion of the Rights Issue and the Placing.

Based on the results of acceptance of the Rights Issue and the results of the Placing, the total number of Rights Shares or Placing Shares taken amounted to a total of 1,232,590,838 Shares, representing approximately 91.77% of the total number of 1,343,147,397 Rights Shares available for subscription under the Rights Issue. The aggregated gross proceeds and net proceeds (after deducting of expenses) raised from the Rights Issue and the Placing were approximately HK$98.6 million and approximately HK$97 million respectively.

THE USE OF PROCEEDS FROM THE RIGHTS ISSUE AND THE PLACING

Pursuant to the Set-off Arrangement, approximately HK$54.02 million, being the total subscription monies payable by Mr. Chen for the Rights Issue, has been utilized to set-off the outstanding amount of the Shareholder's Loans of approximately HK$58.20 million.

With reference to the section headed "USE OF PROCEEDS" in the Prospectus, the Company intends to adjust and apply the remaining net proceeds of approximately HK$43 million as below:

(i) as to approximately HK$20 million will be used for repayment of indebtedness which are due in the period of September 2025, comprising bonds of the Company in the amount of HK$15 million with annual interest of 9% and a loan of HK$5 million carrying annual interest of 23.4% obtained from a financial institution;

(ii) as to approximately HK$10 million will be allocated to upgrade its existing cross border e-Commerce platform HKMALL;

(iii) as to approximately HK$7 million will be used for investment in enhancing the Group's business model of products wholesaling, encompassing strategic partnerships in bonded warehousing, O2O (online-to-offline) commerce, and enhanced supply chain operations; and

(iv) as to approximately HK$6 million will be used as general working capital of the Group.

EFFECT OF THE RIGHTS ISSUE AND THE PLACING ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

To the best of the Directors' knowledge, information and belief after having made all reasonable enquiries, the following table sets out the shareholding structures of the Company immediately before and after the completion of the Rights Issue and the Placing:

	Immediately before the Rights Issue and Placing		**Immediately after the Rights Issue but before the Placing**		**Immediately after the Rights Issue and Placing**	
	No. of Shares	*%*	*No. of Shares*	*%*	*No. of Shares*	*%*
Mr. Chen	225,097,293	50.28	900,389,172	64.36	900,389,172	53.59
Ms. Chiu Lai Kuen Susanna	50,000	0.01	200,000	0.01	200,000	0.01
Placees	–	–	–	–	281,300,000	16.74
Independent Shareholders	222,568,506	49.71	498,417,465	35.63	498,417,465	29.66
Total	**447,715,799**	**100.00**	**1,399,006,637**	**100.00**	**1,680,306,637**	**100.00**

ADJUSTMENTS TO THE OUTSTANDING WARRANTS

As at date of this announcement, the Company has outstanding Warrants to subscribe for 31,844,380 Warrant Shares.

With respect to the instrument of the Warrants, upon completion of the Placing, the exercise price will be adjusted from HK$3.47 per Warrant Share to HK$3.396 per Warrant Share and the number of Warrant Shares to be issued will be adjusted from 31,844,380 Warrant Shares to 32,538,280 Warrant Shares (the "**Adjustments**").

SBI China Capital Hong Kong Securities Limited has certified the Adjustments. Save for the abovementioned Adjustments, all other terms and conditions of the instrument for Warrants have remained unchanged.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Shares. Any party who is in any doubt about his/her/its position or any action to be taken is recommended to consult his/her/its own professional adviser(s).

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

Hong Kong, 6 October 2025

As at the date of this announcement, the Board comprises Mr. Chen Jianwen 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.