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GIORDANO
GIORDANO INTERNATIONAL LIMITED
(Incorporated in Bermuda with limited liability)
(Stock Code: 709)

CONNECTED TRANSACTION
RENTAL AGREEMENTS FOR OFFICE PREMISES

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On March 9, 2026, Giordano Limited, an indirect wholly-owned subsidiary of the Company, entered into the Rental Agreements with the Landlord, pursuant to which the Landlord agreed to lease to Giordano Limited the Premises for a term commencing from March 9, 2026 to February 29, 2032 (both dates inclusive).

LISTING RULES IMPLICATIONS

As at the date of this announcement, (i) CTFH indirectly owns approximately 24.02% of the total issued shares of the Company and is a substantial shareholder of the Company; and (ii) the Landlord is an indirect wholly-owned subsidiary of NWD and as NWD is indirectly owned as to approximately 45.24% by CTFH, the Landlord is an associate of CTFH and therefore a connected person of the Company. Accordingly, the entering into of the Rental Agreements constitutes a connected transaction of the Company under Chapter 14A of the Listing Rules.

As all of the relevant applicable percentage ratios in respect of the Rental Agreements exceeds 0.1%, but are less than 5%, the entering into of the Rental Agreements is subject to the reporting and announcement requirements, but is exempt from the circular (including independent financial advice) and independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

INTRODUCTION

On March 9, 2026, Giordano Limited, an indirect wholly-owned subsidiary of the Company, entered into the Rental Agreements with the Landlord, pursuant to which the Landlord agreed to lease to Giordano Limited the Premises for a term commencing from March 9, 2026 to February 29, 2032 (both dates inclusive).

THE RENTAL AGREEMENTS

The principal terms of the Rental Agreements are summarized below.

Date	:	March 9, 2026
Parties	:	(1) Giordano Limited (as tenant); and (2) the Landlord (as landlord)
Premises	:	(i) the whole of 22/F, Tower B, 83 King Lam Street, Cheung Sha Wan, Kowloon, Hong Kong; and (ii) Unit 1, 18/F, Tower B, 83 King Lam Street, Cheung Sha Wan, Kowloon, Hong Kong
Total floor area	:	Approximately 21,441 square feet
Term	:	From March 9, 2026 to February 29, 2032 (both dates inclusive)
Use	:	For use as office only
Deposit	:	Comprising (i) a tenancy deposit of approximately HK\$2.0 million; and (ii) a fitting out deposit of HK\$40,000

- Rent : The rent is approximately HK\$585,339.30 per month during the first to the fourth year and HK\$630,365.40 per month during the fifth to the sixth year of the term of the Rental Agreements. The rent is payable monthly in advance on the first day of each calendar month during the term of the Rental Agreements.
- Government rates and rent : The tenant is to pay Government rates (currently, HK\$69,450 per quarter) and rent (currently, HK\$41,670 per quarter).

The rent payable under the Rental Agreements was determined after arm's length negotiations between Giordano Limited and the Landlord with reference to the prevailing market rent of comparable office premises including published information on rental rates for other units in the locality, including the same building, taking into account factors such as location, size, floor level, age of building and term of rental. An independent property valuer has also confirmed to the Board that by adopting a direct market comparison approach, the rent payable under the Rental Agreements is market rent.

The Group will pay amounts under the Rental Agreements from its internal resources.

In accordance with HKFRS 16 Leases, the Group will recognize a right-of-use asset in its consolidated financial statements in connection with the entering into of the Rental Agreements. The value of the right-of-use asset recognised by the Group under the Rental Agreements amounted to approximately HK\$35,795,074, which is calculated with reference to the present value of the aggregate lease payments payable by the Group under the Rental Agreements.

INFORMATION ON THE PARTIES

Giordano Limited is a company incorporated in Hong Kong with limited liability and an indirect wholly-owned subsidiary of the Company. The principal business activity of Giordano Limited is retail and distribution of apparel and accessories in Hong Kong. The principal business of the Group is the retail and distribution of men's, women's and children's fashion apparel under *Giordano* and *Giordano Junior*, *Giordano Ladies*, *BSX* as well as other owned and licensed brands.

The Landlord is a company incorporated in Hong Kong with limited liability and an indirect wholly-owned subsidiary of NWD. The principal business activity of the Landlord is investment holding. NWD is a company incorporated in Hong Kong with limited liability whose shares are listed on the Main Board of the Stock Exchange (stock code: 17). NWD and its subsidiaries are principally engaged in property development, property investment and investment in and/or operation of hotels and other strategic businesses.

REASONS FOR AND BENEFITS OF ENTERING INTO OF THE RENTAL AGREEMENTS

The Premises are intended to replace the Company's existing principal place of business and the Group's headquarters in Hong Kong following the expiry in July 2026 of the lease for its existing office premises which it has occupied for almost 30 years in the same district. Having considered the terms of renewal of the existing office premises and potential costs and disruptions that any upgrading of the existing premises might entail, the rental terms for the Premises, the Premises being located in a newly-built Grade A twin-tower office building being certified to meet various leading ESG standards with accompanying tenant amenities, the Company considers that the entering into of the Rental Agreements would better support the Group's business and operational needs on market terms and has sufficient space to provide an opportunity for further growth and expansion of the Group, without material increase in operating expenses during the term of the Rental Agreements.

The Directors (including the independent non-executive Directors) are of the view that the terms of the Rental Agreements are on arm's length basis and on normal commercial terms which are fair and reasonable and in the interest of the Company and its shareholders as a whole.

LISTING RULES IMPLICATIONS

As at the date of this announcement, (i) CTFH indirectly owns approximately 24.02% of the total issued shares of the Company and is a substantial shareholder of the Company; and (ii) the Landlord is an indirect wholly-owned subsidiary of NWD, and as NWD is indirectly owned as to approximately 45.24% by CTFH, the Landlord is an associate of CTFH and therefore a connected person of the Company. Accordingly, the entering into of the Rental Agreements constitutes a connected transaction of the Company under Chapter 14A of the Listing Rules.

As all of the relevant applicable percentage ratios in respect of the Rental Agreements exceeds 0.1%, but are less than 5%, the entering into of the Rental Agreements is subject to the reporting and announcement requirements, but is exempt from the circular (including independent financial advice) and independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

As (i) CTFH is indirectly owned as to 44.34% and 42.23% by Cheng Yu Tung Family (Holdings) Limited and Cheng Yu Tung Family (Holdings II) Limited, respectively; (ii) Dr Cheng Kar-Shun, Henry who together with his family members (within the meaning of the Listing Rules) collectively hold a majority interest in each of Cheng Yu Tung Family (Holdings) Limited and Cheng Yu Tung Family (Holdings II) Limited, and each of Ms Cheng Chi-Man, Sonia and Mr Cheng Chi Leong, Christopher is children of Dr Cheng Kar-Shun, Henry, accordingly, each of Ms Cheng Chi-Man, Sonia and Mr Cheng Chi Leong, Christopher abstained from voting on the resolutions approving the Rental Agreements at the Board meeting. Furthermore, Mr Tsang On Yip, Patrick is a director of CTFH and a director of CTFE, a company directly wholly-owned by CTFH, and he is the cousin-in-law of Ms Cheng Chi-Man, Sonia and Mr Cheng Chi Leong, Christopher. Mr Lee Chi Hin, Jacob is the senior vice president of CTFE. Accordingly, both Mr Tsang On Yip, Patrick and Mr Lee Chi Hin, Jacob also abstained from voting on the resolutions approving the Rental Agreements at the Board meeting. Save as disclosed above, to the best of the Directors' knowledge, information and belief having made all reasonable enquiries, no other Directors had any material interest in the Rental Agreements and the transactions contemplated thereunder.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions shall have the following meanings when used herein:

“%”	per cent;
“associate”	has the meaning ascribed to it under the Listing Rules;
“Board”	the board of Directors;
“Company”	Giordano International Limited (stock code: 709), a company incorporated in Bermuda with limited liability and the shares of which are listed on the Main Board of the Stock Exchange;
“connected person(s)”	has the meaning ascribed to it under the Listing Rules;
“CTFE”	Chow Tai Fook Enterprises Limited, a company incorporated in Hong Kong with limited liability;
“CTFH”	Chow Tai Fook (Holding) Limited, a company incorporated in the British Virgin Islands with limited liability;

“Director(s)”	the director(s) of the Company;
“Giordano Limited”	Giordano Limited, a company incorporated in Hong Kong with limited liability, an indirect wholly-owned subsidiary of the Company;
“Government”	the government of Hong Kong;
“Group”	the Company and its subsidiaries;
“HK\$”	Hong Kong dollar, the lawful currency of Hong Kong;
“HKFRS”	Hong Kong Financial Reporting Standards;
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China;
“Landlord”	Super Record Limited, a company incorporated in Hong Kong with limited liability, an indirect wholly-owned subsidiary of NWD;
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange;
“NWD”	New World Development Company Limited (stock code: 17), a company incorporated in Hong Kong with limited liability and the shares of which are listed on the Main Board of the Stock Exchange;
“percentage ratio(s)”	has the meaning ascribed to it under the Listing Rules;
“Premises”	(i) the whole of 22/F, Tower B, 83 King Lam Street, Cheung Sha Wan, Kowloon, Hong Kong; and (ii) Unit 1, 18/F, Tower B, 83 King Lam Street, Cheung Sha Wan, Kowloon, Hong Kong;
“Rental Agreements”	the agreements dated March 9, 2026 between Giordano Limited as tenant and the Landlord in relation to the rental of the Premises;

“substantial shareholder”	has the meaning ascribed to it under the Listing Rules;
“subsidiary(ies)”	has the meaning ascribed to it under the Listing Rules;
“Stock Exchange”	The Stock Exchange of Hong Kong Limited; and
“sq. ft.”	square feet.

By Order of the Board

Mark Alan LOYND

Executive Director and Company Secretary

Hong Kong, March 9, 2026

At the date of this announcement, the Board comprises four Executive Directors; namely, Mr Colin Melville Kennedy CURRIE (Chief Executive Officer), Dr CHAN Ka Wai, Mr Mark Alan LOYND, and Mr LEE Chi Hin, Jacob; three Non-executive Directors; namely, Mr TSANG On Yip, Patrick (Chairman), Ms CHENG Chi-Man, Sonia and Mr CHENG Chi Leong, Christopher; and four Independent Non-executive Directors; namely, Professor WONG Yuk (alias, HUANG Xu), Dr Alison Elizabeth LLOYD, Mr Victor HUANG and Mr CHAU Kwok Wing Kelvin.