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DICKSON CONCEPTS (INTERNATIONAL) LIMITED

迪生創建(國際)有限公司*
(incorporated in Bermuda with limited liability)

(Stock Code: 0113)

RENEWAL OF A CONTINUING CONNECTED TRANSACTION

The Board announces that on 20th July, 2026, the New PW Licence Agreement was entered into between DCRL, an indirect wholly-owned subsidiary company of the Company, as grantor and PWCL as licensee regarding, inter alia, the renewal of the term of the Existing PW Licence Agreement in respect of the licensing of a sales corner with lettable area of about 1,975 sq. ft. (the “**PW Sales Corner**”) in the PP Harvey Nichols Store by the Group to PWCL for a period of one year commencing from 22nd July, 2026 and expiring on 21st July, 2027. The New PW Licence Agreement will supersede the Existing PW Licence Agreement (expiring on 18th September, 2026) with effect from 22nd July, 2026.

As PWCL is an associate of Sir Dickson Poon, the former Group Executive Chairman and a substantial shareholder of the Company, PWCL is therefore a connected person of the Company for the purpose of the Listing Rules. Accordingly, the New PW Licence Agreement constitutes the Renewed Continuing Connected Transaction of the Company under Chapter 14A of the Listing Rules.

The Board further announces that on 6th March, 2026, DCRL as grantor and STDML, a member of the ST Dupont Group, as licensee entered into the STD Licence Agreement regarding the licensing of a sales corner with lettable area of about 442 sq. ft. (the “**STD Sales Corner**”) in the PP Harvey Nichols Store by the Group to STDML for a period of one year commencing from 1st April, 2026 and expiring on 31st March, 2027.

As the ST Dupont Group is an associate of each of Sir Dickson Poon and Mr. Pearson Poon, the Chief Operating Officer, an Executive Director and a substantial shareholder of the Company, the ST Dupont Group is therefore a connected person of the Company for the purpose of the Listing Rules. Given that the maximum annual cap receivable by the Group under the STD Licence Agreement is less than 0.1 per cent. of each of the applicable percentage ratios of the Company, the STD Licence Agreement constitutes the STD de Minimis Continuing Connected Transaction of the Company and is, therefore, fully exempted from announcement, annual reporting, annual review, circular and Independent Shareholders’ approval requirements under Chapter 14A of the Listing Rules.

However, for the purpose of calculating the applicable percentage ratios of the Company under the Listing Rules, the transactions under the New PW Licence Agreement and the STD Licence Agreement are aggregated as they are of similar nature and both of them involve the licensing of the sales corners by the Group.

Given that the maximum aggregate annual cap receivable by the Group under the New PW Licence Agreement and the STD Licence Agreement is more than 0.1 per cent. but less than 5 per cent. of each of the applicable percentage ratios of the Company, the New PW Licence Agreement is, therefore, subject to announcement, annual reporting and annual review requirements under Rule 14A.35, Rule 14A.49 and Rules 14A.55 to 14A.59 of the Listing Rules respectively and is exempt from the circular and Independent Shareholders' approval requirements under the Listing Rules.

(I) RENEWED CONTINUING CONNECTED TRANSACTION WITH PWCL

Licensing of a Sales Corner

- New PW Licence Agreement

The Board announces that on 20th July, 2026, the New PW Licence Agreement was entered into between DCRL, an indirect wholly-owned subsidiary company of the Company, as grantor and PWCL as licensee regarding, inter alia, the renewal of the term of the Existing PW Licence Agreement in respect of the licensing of a sales corner with lettable area of about 1,975 sq. ft. (the “**PW Sales Corner**”) in the PP Harvey Nichols Store by the Group to PWCL for a period of one year commencing from 22nd July, 2026 and expiring on 21st July, 2027. The New PW Licence Agreement will supersede the Existing PW Licence Agreement (expiring on 18th September, 2026) with effect from 22nd July, 2026 and is detailed below :-

Grantor :	DCRL
Licensee :	PWCL
Premises :	the PW Sales Corner in the PP Harvey Nichols Store
Lettable Area :	About 1,975 sq. ft.
Term of the Agreement :	One year commencing from 22nd July, 2026 and expiring on 21st July, 2027
Licence Fee and Payment Term :	Monthly licence fee payment of HK\$350,800, to be paid in cash within 25 working days from the end of each month in arrears. This licence fee was derived in accordance with the prevailing market rental within the PP Harvey Nichols Store, the size and location of the PW Sales Corner within the PP Harvey Nichols Store, the prestige of the relevant brand and its products and the prevailing as well as the expected market conditions.

PWCL has been the licensee of the PW Sales Corner in the PP Harvey Nichols Store since 16th September, 2019. The details of the Existing PW Licence Agreement were disclosed in the announcement of the Company dated 19th September, 2024 (the “**Sept 2024 Announcement**”).

The maximum annual caps received / receivable by the Group for the licensing of the PW Sales Corner in the PP Harvey Nichols Store by the Group to PWCL under the Existing PW Licence Agreement for the financial years ended / ending 31st March, 2026 and 31st March, 2027, based on the monthly licence fee of HK\$500,000, as disclosed in the Sept 2024 Announcement, are HK\$6,000,000 and HK\$2,800,000 (five months and eighteen days) respectively. The licence fee received by the Group from PWCL in respect of the licensing of the PW Sales Corner in the PP Harvey Nichols Store by the Group to PWCL under the Existing PW Licence Agreement for the financial year ended 31st March, 2026 was HK\$6,000,000 which was the same as the maximum annual cap.

The maximum annual caps receivable by the Group for the licensing of the PW Sales Corner in the PP Harvey Nichols Store by the Group to PWCL under the New PW Licence Agreement for the financial years ending 31st March, 2027 and 31st March, 2028, based on the monthly licence fee of HK\$350,800, will be HK\$2,920,000 (eight months and ten days) and HK\$1,290,100 (three months and twenty-one days) respectively which are more than 0.1 per cent. but less than 5 per cent. of each of the applicable percentage ratios of the Company. The said maximum annual caps were derived based on the monthly licence fee which was in accordance with the prevailing market rental within the PP Harvey Nichols Store, the size and location of the PW Sales Corner within the PP Harvey Nichols Store, the prestige of the relevant brand and its products and the prevailing as well as the expected market conditions.

(II) STD DE MINIMIS CONTINUING CONNECTED TRANSACTION WITH THE ST DUPONT GROUP

Licensing of a Sales Corner

- STD Licence Agreement

The Board further announces that on 6th March, 2026, DCRL as grantor and STDML, a member of the ST Dupont Group, as licensee entered into the STD Licence Agreement regarding the licensing of a sales corner with lettable area of about 442 sq. ft. (the “**STD Sales Corner**”) in the PP Harvey Nichols Store by the Group to STDML for a period of one year commencing from 1st April, 2026 and expiring on 31st March, 2027.

As the ST Dupont Group is an associate of each of Sir Dickson Poon, the former Group Executive Chairman and a substantial shareholder of the Company, and Mr. Pearson Poon, the Chief Operating Officer, an Executive Director and a substantial shareholder of the Company, the ST Dupont Group is therefore a connected person of the Company for the purpose of the Listing Rules. Given that the maximum annual cap receivable by the Group under the STD Licence Agreement for the financial year ending 31st March, 2027, based on the monthly fee of HK\$122,936, will be HK\$1,475,300 which is less than 0.1 per cent. of each of the applicable percentage ratios of the Company, the STD Licence Agreement constitutes the STD de Minimis Continuing Connected Transaction of the Company and is, therefore, fully exempted from announcement, annual reporting, annual review, circular and Independent Shareholders’ approval requirements under Chapter 14A of the Listing Rules.

REASONS FOR AND BENEFITS OF THE RENEWED CONTINUING CONNECTED TRANSACTION AND THE STD DE MINIMIS CONTINUING CONNECTED TRANSACTION

The Renewed Continuing Connected Transaction and the STD de Minimis Continuing Connected Transaction are conducted on normal commercial terms and in the ordinary and usual course of business of the Group.

The PW Sales Corner and the STD Sales Corner in the PP Harvey Nichols Store under the New PW Licence Agreement and the STD Licence Agreement respectively will be used by each of PWCL and the ST Dupont Group as a retail corner and the licensing of the PW Sales Corner and the STD Sales Corner by the Group to PWCL and the ST Dupont Group respectively in the PP Harvey Nichols Store will ensure steady income to the Group. The housing of the PW Sales Corner and the STD Sales Corner in the PP Harvey Nichols Store will reinforce Harvey Nichols' status as one of the most prestigious department stores in Hong Kong.

The monthly licence fee receivables by the Group from each of PWCL and the ST Dupont Group under the New PW Licence Agreement and the STD Licence Agreement respectively were derived in accordance with the prevailing market rental within the PP Harvey Nichols Store, the size and location of the PW Sales Corner and the STD Sales Corner within the PP Harvey Nichols Store, the prestige of the relevant brand and its products and the prevailing as well as the expected market conditions.

Given the above, the entering into of the New PW Licence Agreement is a practical commercial decision of the Group. Furthermore, the transaction under the New PW Licence Agreement is in line with the Group's principal activity of the sale of luxury goods in Asia and will ensure continuous business growth and contribute to the Group's turnover and profits.

The Directors, including the independent non-executive directors, consider that (i) the entering into of the New PW Licence Agreement is in the ordinary and usual course of business of the Group, on normal commercial terms which are fair and reasonable and were negotiated at arm's length, are no less favourable to the Group than those available to independent third parties; and (ii) the Renewed Continuing Connected Transaction is in the interests of the Company and its shareholders as a whole, and that the relevant maximum annual caps are fair and reasonable.

LISTING RULES IMPLICATIONS

As PWCL is an associate of Sir Dickson Poon, the former Group Executive Chairman and a substantial shareholder of the Company, PWCL is therefore a connected person of the Company for the purpose of the Listing Rules. Accordingly, the New PW Licence Agreement constitutes the Renewed Continuing Connected Transaction of the Company under Chapter 14A of the Listing Rules.

None of the Directors has a material interest in the transactions contemplated under the New PW Licence Agreement and therefore none of the Directors is required to abstain from voting on such resolutions in respect of the New PW Licence Agreement and the transactions contemplated thereunder at the relevant Board meeting.

However, for the purpose of calculating the applicable percentage ratios of the Company under the Listing Rules, the transactions under the New PW Licence Agreement and the STD Licence Agreement are aggregated as they are of similar nature and both of them involve the licensing of the sales corners by the Group.

In view of the above, the maximum aggregate annual cap receivable by the Group for the licensing of the PW Sales Corner and the STD Sales Corner by the Group to PWCL and the ST Dupont Group respectively under the New PW Licence Agreement and the STD Licence Agreement for the financial year ending 31st March, 2027 will be HK\$4,395,300.

Given that the maximum aggregate annual cap receivable by the Group under the New PW Licence Agreement and the STD Licence Agreement is more than 0.1 per cent. but less than 5 per cent. of each of the applicable percentage ratios of the Company, the New PW Licence Agreement is, therefore, subject to announcement, annual reporting and annual review requirements under Rule 14A.35, Rule 14A.49 and Rules 14A.55 to 14A.59 of the Listing Rules respectively and is exempt from the circular and Independent Shareholders' approval requirements under the Listing Rules.

GENERAL

The Company is an investment holding company and the Group is principally engaged in the sale of luxury goods with a comprehensive retail network throughout Asia and in securities investments.

In this announcement, the following expressions have the meanings set out below unless the context requires otherwise :-

“associate(s)”	has the meaning as ascribed under the Listing Rules
“Board”	the board of Directors
“Company”	Dickson Concepts (International) Limited (迪生創建(國際)有限公司), a company incorporated in Bermuda with limited liability, the shares of which are listed on the Main Board of the Stock Exchange
“connected person(s)”	has the meaning as ascribed under the Listing Rules
“DCRL”	Dickson Concepts (Retail) Limited, a company incorporated in Hong Kong with limited liability and indirectly wholly-owned by the Company, the principal activity of which is the operation of “Harvey Nichols” and “Beauty Avenue” stores and “Dickson Watch & Jewellery” and “Rolex” boutiques in Hong Kong
“Director(s)”	the director(s) of the Company

“Existing PW Licence Agreement”	the Licence Agreement dated 19th September, 2024 entered into between DCRL as grantor and PWCL as licensee regarding the licensing of a sales corner with lettable area of about 2,815 sq. ft. in the PP Harvey Nichols Store by the Group to PWCL for a period of two years commencing from 19th September, 2024 and expiring on 18th September, 2026
“Group”	the Company and its subsidiary companies
“Independent Shareholders”	shareholders of the Company, other than Sir Dickson Poon and Mr. Pearson Poon and their respective associates
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Mr. Pearson Poon”	Mr. Poon Dickson Pearson Guanda, the Chief Operating Officer, an Executive Director and a substantial shareholder of the Company. He is also the chairman of the supervisory board of STDSA, a beneficiary of the Trust and a son of Sir Dickson Poon
“New PW Licence Agreement”	the new Licence Agreement dated 20th July, 2026 entered into between DCRL as grantor and PWCL as licensee regarding the licensing of a sales corner with lettable area of about 1,975 sq. ft. in the PP Harvey Nichols Store by the Group to PWCL for a period of one year commencing from 22nd July, 2026 and expiring on 21st July, 2027
“percentage ratio(s)”	has the meaning as ascribed under the Listing Rules
“PP Harvey Nichols Store”	a “Harvey Nichols” store located at Two Pacific Place, 88 Queensway, Hong Kong
“PWCL”	Precision Watch Company Limited (金輪錶行有限公司), a company incorporated in Hong Kong with limited liability and indirectly wholly-owned by Sir Dickson Poon, the principal activity of which is the retailing of watches
“Renewed Continuing Connected Transaction”	the entering into of the New PW Licence Agreement as described in this announcement which is subject to disclosure under the Listing Rules

“Sir Dickson Poon”	Sir Dickson Poon, the former Group Executive Chairman and a substantial shareholder of the Company. He is also the father of Mr. Pearson Poon and a director of PWCL
“ST Dupont Group”	STDSA and its subsidiary companies
“STD de Minimis Continuing Connected Transaction”	the entering into of the STD Licence Agreement as described in this announcement
“STD Licence Agreement”	the Licence Agreement dated 6th March, 2026 entered into between DCRL as grantor and STDML, a member of the ST Dupont Group, as licensee regarding the licensing of a sales corner with lettable area of about 442 sq. ft. in the PP Harvey Nichols Store by the Group to STDML for a period of one year commencing from 1st April, 2026 and expiring on 31st March, 2027
“STDML”	S.T. Dupont Marketing Limited (都彭市場推廣有限公司), a company incorporated in Hong Kong with limited liability and directly wholly-owned by STDSA, the principal activity of which is the sale of “S.T. Dupont” products including luxury lighters and writing instruments, leather goods, fashion and accessories. STDML is a member of the ST Dupont Group
“STDSA”	S.T. Dupont S.A., a company incorporated in France with limited liability, the shares of which are listed on the Euronext Paris in France and which is owned as to 90.58 per cent. of its issued share capital as at 31st March, 2026 by a trust established for the benefit of the members of Sir Dickson Poon’s family (the “ Trust ”), together with its subsidiary companies, which are principally engaged in the manufacture and distribution of luxury lighters, writing instruments, leather goods, accessories, ready-to-wear clothing, watches and fragrances
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“substantial shareholder(s)”	has the meaning as ascribed under the Listing Rules
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong

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

Executive Directors:

Chan Hon Chung, Johnny Pollux

(Acting Chairman)

Poon Dickson Pearson Guanda

(Chief Operating Officer)

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, 20th July, 2026

** For identification purposes only*