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DICKSON

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

(Stock Code: 0113)

ANNOUNCEMENT RELATING TO THE MMT PROCEEDINGS

Reference is made to the Company's announcement dated 15th October, 2024 (the "**October Announcement**") relating to the proceedings brought by the SFC in the MMT. Capitalised terms used in this announcement have the same meaning as given in the October Announcement.

This announcement is made for the purpose of updating shareholders of the Company and potential investors on the recent developments in the MMT proceedings concerning (1) the Company; (2) Sir Dickson Poon, the controlling shareholder of the Company; (3) Mr. Pearson Poon; and (4) EAL (the "**MMT Proceedings**").

As stated in the October Announcement, the SFC alleged that, amongst others, the (1) Company, Sir Dickson Poon and Mr. Pearson Poon are in breach of the disclosure requirements in the SFO; and (2) that through EAL, Sir Dickson Poon traded in the shares of the Company (the "**Shares**") in a manner that constitutes a breach of the insider dealing provisions in the SFO.

The MMT on 31st July, 2026 handed down its written report of the MMT Proceedings (the "**Report**"). The Report contains the following findings :-

(1) The MMT found that the proposed acquisition by Paypal Holdings Inc. ("**Paypal**") of the entire share capital of Honey Science Corporation ("**Honey**") was first notified to Sir Dickson Poon and Mr. Pearson Poon on 21st November, 2019 but no proposal was made by Paypal or Honey to the Company to acquire some or all of the Company's shares in Honey in the period between 21st November, 2019 and 25th December, 2019. The MMT concluded that, since there was no proposal by Paypal or Honey to the Company to acquire its shares in Honey, there was no "incomplete proposal or negotiation" between them, such that the Company may avail itself of the protection of s. 307D(2) of the SFO. The MMT concluded that, in failing to make disclosure to the public in the period from 21st November, 2019 to 25th December, 2019, the Company was in breach of its duty, pursuant to s. 307B(1) of the SFO to disclose to the public as soon as reasonably

practicable after the inside information obtained on 21st November, 2019 had come to its knowledge through the attribution of the knowledge of Sir Dickson Poon.

(2) The MMT was not satisfied that the Company was culpable of a breach of its duty to make disclosure to the public of the inside information obtained on and between 25th-27th December, 2019 (i.e. the proposal made by Paypal to the Company to acquire its shares in Honey) as soon as reasonably practicable after the information came to its knowledge.

(3) The MMT was satisfied that, in dealing in Shares of the Company on and between 28th November, 2019 and 19th December, 2019, Sir Dickson Poon was culpable of insider dealing, contrary to s. 270(1)(a)(i) of the SFO and in counselling or procuring EAL to deal in those Shares on those occasions, knowing or having reasonable cause to believe that EAL would deal in those Shares, Sir Dickson Poon was culpable of insider dealing, contrary to s. 270(1)(a)(ii) of the SFO.

(4) The MMT was satisfied that in dealing in Shares of the Company, EAL knew that it had inside information in relation to the Company and was culpable of insider dealing, contrary to s. 270(1)(a)(i) of the SFO.

(5) The MMT was satisfied that Sir Dickson Poon's conduct resulted in the breach of the Company's disclosure requirement (as referred to in (1) above) and that, contrary to s. 307G(2), Sir Dickson Poon was also in breach of the disclosure requirement.

(6) The MMT was not satisfied that Mr. Pearson Poon's conduct resulted in the breach of the Company's duty of disclosure, nor that he was culpable of a breach of s. 307G(2) of the SFO.

The MMT has also given directions on 31st July, 2026 (the "**Directions**") for the conduct of a further hearing to address the determination of the amount of any profit gained as a result of the market misconduct and of the making by the MMT of orders in consequence of its determination made in the Report.

Sir Dickson Poon, the Company and its board of directors will consider the Report and the Directions and will seek legal advice in respect of the Report and consider any appropriate actions to be taken.

Shareholders of the Company and potential investors are advised to exercise caution when dealing in the Shares of the Company.

As at the date of this announcement, the board of directors of the Company 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, 31st July, 2026

* *For identification purposes only*