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# MOISELLE

## MOISELLE INTERNATIONAL HOLDINGS LIMITED

慕詩國際集團有限公司

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 130)**

### CONVERSION OF CONVERTIBLE BONDS

References are made to (i) the announcement dated 3 October 2025 (the “**Announcement**”); (ii) the circular dated 13 November 2025 (the “**Circular**”) of Moiseille International Holdings Limited (the “**Company**”); and (iii) the poll results announcement of the Company dated 4 December 2025, each in relation to, among others things, the issue of Convertible Bonds under the Specific Mandate. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings ascribed to them in the Circular.

### CONVERSION OF CONVERTIBLE BONDS

On 5 October 2026, the Company received a conversion notice from the Creditor in respect of the exercise of the conversion rights attached to the Convertible Bonds with the principal amount of HK\$15,000,000 at the Conversion Price of HK\$0.3 per Conversion Share (the “**Conversion**”). As a result, the Company allotted and issued 50,000,000 Conversion Shares to the Creditor on 6 October 2026.

The 50,000,000 Conversion Shares rank pari passu in all respects among themselves and with all other existing Shares in issue and represent approximately 17.37% of the total issued share capital of the Company before the Conversion and approximately 14.80% of the total issued share capital of the Company as enlarged by the allotment and issue of the 50,000,000 Conversion Shares upon the Conversion.

Following the Conversion and as at the date of this announcement, the Convertible Bonds in an aggregate principal amount of HK\$10,000,000 remain outstanding and unconverted.

## EFFECT ON SHAREHOLDING STRUCTURE OF THE COMPANY

Immediately before the Conversion, the Company had 287,930,000 Shares in issue. After the Conversion and as at the date of this announcement, the Company has 337,930,000 Shares in issue. Set out below is the shareholding structure of the Company immediately before and after the Conversion and the issue of the Conversion Shares:

| Shareholders                                               | Immediately before the<br>Conversion and the issue<br>of the Conversion Shares |                                       | Immediately after the<br>Conversion and the issue<br>of the Conversion Shares |                                       |
|------------------------------------------------------------|--------------------------------------------------------------------------------|---------------------------------------|-------------------------------------------------------------------------------|---------------------------------------|
|                                                            | <i>Number of<br/>Shares</i>                                                    | <i>Approximate<br/>%<br/>(Note 6)</i> | <i>Number of<br/>Shares</i>                                                   | <i>Approximate<br/>%<br/>(Note 6)</i> |
| The Creditor and its close<br>associates ( <i>Note 1</i> ) | 200,902,000                                                                    | 69.77                                 | 250,902,000                                                                   | 74.25                                 |
| Mr. Chan Sze Chun ( <i>Note 3</i> )                        | 900,000                                                                        | 0.31                                  | 900,000                                                                       | 0.27                                  |
| Ms. Wong Shuk Ying,<br>Helen ( <i>Note 4</i> )             | 28,000                                                                         | 0.01                                  | 28,000                                                                        | 0.01                                  |
| Ms. Ha Le Nhu ( <i>Note 5</i> )                            | 500,000                                                                        | 0.17                                  | 500,000                                                                       | 0.15                                  |
| Public Shareholders ( <i>Note 2</i> )                      | 85,600,000                                                                     | 29.73                                 | 85,600,000                                                                    | 25.33                                 |
| Total                                                      | <u>287,930,000</u>                                                             | <u>100.00</u>                         | <u>337,930,000</u>                                                            | <u>100.00</u>                         |

*Notes:*

1. Super Result Consultants Limited (“**Super Result**”) is a company incorporated in the British Virgin Islands with limited liability. Mr. Chan Yum Kit (“**Mr. Chan**”), the chairman and an executive director of the Company, and Ms. Tsui How Kiu, Shirley (“**Ms. Tsui**”), an executive director of the Company, each beneficially owns a 46.7% equity interest in Super Result. Super Result holds 190,000,000 Shares immediately before and after the Conversion. The remaining 6.6% equity interest in Super Result is beneficially owned by Ms. Ha Le Nhu, who is a sister-in-law of Mr. Chan and Ms. Tsui.

New First Investments Limited (“**New First**”), being the Creditor, is beneficially owned as to 50% by Mr. Chan and 50% by Ms. Tsui. Immediately before the Conversion, New First held 3,918,000 Shares. Following the allotment and issue of the 50,000,000 Conversion Shares to New First, its shareholding increased to 53,918,000 Shares. Accordingly, each of Mr. Chan and Ms. Tsui is deemed to be interested in all the Shares held by Super Result and New First at the respective times.

Mr. Chan and Ms. Tsui jointly hold 2,784,000 Shares, and each also personally holds 2,100,000 Shares. These holdings remain unchanged immediately before and after the Conversion.

Save for both Mr. Chan and Ms. Tsui are controllers of each of Super Result and New First as disclosed, there is no shareholding relationship between Super Result and New First. The aggregate shareholding shown in the above table comprises the Shares held by New First and Super Result and the Shares held by Mr. Chan and Ms. Tsui individually and jointly, totalling 200,902,000 Shares immediately before the Conversion and 250,902,000 Shares immediately after the Conversion.

2. Holders of the Convertible Bonds may not exercise their conversion rights if such exercise would result in the public float of the Company falling below the minimum requirement applicable to the Company under the Listing Rules or give rise to an obligation to make a mandatory general offer under the Takeovers Code. Immediately following the Conversion, 85,600,000 Shares, representing approximately 25.33% of the total number of issued Shares, are held by the public. Accordingly, the Company continues to comply with the minimum public float requirement of 25% under the Listing Rules.
3. Mr. Chan Sze Chun is an executive director of the Company and is also son of Mr. Chan and Ms. Tsui.
4. Ms. Wong Shuk Ying, Helen is an independent non-executive director of the Company.
5. Ms. Ha Le Nhu is sister-in-law to Mr. Chan and Ms. Tsui and a deemed connected person of the Company under Chapter 14A of the Listing Rules. Ms. Ha Le Nhu is not a core connected person of the Company under the Listing Rules. Ms. Ha inherited the Shares from a previous executive director of the Company. The 500,000 Shares held by Ms. Ha Le Nhu are shown separately in the above table and are excluded from the calculation of the Company's public float both immediately before and immediately after the Conversion.
6. Certain percentage figures included in the above table have been subject to rounding adjustments and may not add up to 100%.

By Order of the Board of  
**Moiselle International Holdings Limited**  
**Chan Yum Kit**  
*Chairman*

Hong Kong, 6 October 2026

*As at the date of this announcement, the Company's executive directors are Mr. Chan Yum Kit, Ms. Tsui How Kiu, Shirley and Mr. Chan Sze Chun, and independent non-executive directors are Ms. Yu Yuk Ying, Vivian, Mr. Chu Chun Kit, Sidney, Ms. Wong Shuk Ying, Helen and Dr. Ng Lai Man, Carmen.*