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NEW CONCEPTS HOLDINGS LIMITED

創業集團（控股）有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2221)

PROPOSED AMENDMENTS TO THE MEMORANDUM OF ASSOCIATION AND ARTICLES OF ASSOCIATION OF THE COMPANY

This announcement is made by New Concepts Holdings Limited (the “**Company**”) pursuant to Rule 13.51(1) of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

Reference is made to the announcement of the Company dated 25 August 2025 (the “**Announcement**”) in relation to, among others, the proposed Share Consolidation. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

In order to reflect the Company’s new capital structure upon the proposed Share Consolidation becoming effective, the Board proposes to make corresponding amendments (the “**Proposed Amendments**”) to the existing amended and restated memorandum of association (the “**Memorandum of Association**”) and amended and restated articles of association (the “**Articles of Association**”) of the Company.

Details of the Proposed Amendments are set out below:

Memorandum of Association		
No.	Current Article(s)	Article(s) after the Proposed Amendments
7.	The authorised share capital of the Company is HK\$200,000,000 consisting of 2,000,000,000 shares of HK\$0.10 each with the power for the Company to increase or reduce the said capital and to issue any part of its capital, original or increased, with or without any preference, priority or special privilege or subject to any postponement of rights or to any conditions or restrictions; and so that, unless the condition of issue shall otherwise expressly declare, every issue of shares, whether declared to be preference or otherwise, shall be subject to the power hereinbefore contained.	The authorised share capital of the Company is HK\$200,000,000 consisting of 2,000,000,000 <u>200,000,000</u> shares of HK\$0.10 <u>1.00</u> each with the power for the Company to increase or reduce the said capital and to issue any part of its capital, original or increased, with or without any preference, priority or special privilege or subject to any postponement of rights or to any conditions or restrictions; and so that, unless the condition of issue shall otherwise expressly declare, every issue of shares, whether declared to be preference or otherwise, shall be subject to the power hereinbefore contained.
Articles of Association		
No.	Current Article(s)	Article(s) after the Proposed Amendments
6.	The authorised share capital of the Company on the date of the adoption of these Articles is HK\$200,000,000 divided into 2,000,000,000 Shares of HK\$0.10 each.	The authorised share capital of the Company on the date of the adoption of these Articles is HK\$200,000,000 divided into 2,000,000,000 <u>200,000,000</u> Shares of HK\$0.10 <u>1.00</u> each.

The Proposed Amendments are subject to the approval of the Shareholders by way of a special resolution at the EGM.

A circular containing, among other matters, details of the Share Consolidation and the Proposed Amendments, together with a notice of the EGM will be despatched to the Shareholders in due course.

By order of the Board
New Concepts Holdings Limited
Zhu Yongjun
Chairman and Executive Director

Hong Kong, 22 September 2025

As at the date of this announcement, the executive Directors are Mr. Zhu Yongjun and Mr. Pan Yimin; and the independent non-executive Directors are Ms. Du Yun, Mr. Lo Chun Chiu, Adrian, Dr. Tong Ka Lok and Mr. Choy Wai Shek, Raymond, MH, JP.