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SIMPLICITY HOLDING LIMITED

倩碧控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8367)

INSIDE INFORMATION

CHARGE OF SHARES BY THE CONTROLLING SHAREHOLDER

This announcement is made by Simplicity Holding Limited (the “**Company**”) pursuant to Rule 17.10 of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”) and the Inside Information Provisions (as defined in the GEM Listing Rules) under Part XIVA of the Securities and Futures Ordinance.

The board (the “**Board**”) of directors of Company (the “**Directors**”) was notified by Marvel Jumbo Limited, the controlling shareholder (as defined in the GEM Listing Rules) of the Company (the “**Controlling Shareholder**”), that on 21 April 2022 (after trading hours), the Controlling Shareholder entered into a share charge agreement with an independent third party of the Company (the “**Chargee**”), pursuant to which the Controlling Shareholder has agreed to charge 480,000,000 ordinary shares in the issued share capital of the Company (the “**Charged Shares**”) in favour of the Chargee, for the purpose of securing a loan facility granted by the Chargee to the Controlling Shareholder.

As at the date of this announcement, the Charged Shares represent approximately 50% of the total issued shares of the Company. To the best of the knowledge, information and belief of the Directors, after having made all reasonable enquires, the Chargee and its ultimate owner(s) are independent from and not connected with the Company and its connected persons (as defined in the GEM Listing Rules).

The above charge of Charged Shares does not fall within the scope of Rule 17.19 of the GEM Listing Rules.

By order of the Board
Simplicity Holding Limited
Wong Suet Hing
Chairman and Executive Director

Hong Kong, 21 April 2022

As at the date of this announcement, the Board comprises Ms. Wong Suet Hing, Ms. Wong Sau Ting Peony and Mr. Wong Chi Chiu Henry as executive Directors; and Mr. Yeung Man Sun, Mr. Lo Cheuk Fei Jeffrey and Mr. Chan Wai Pun as independent non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the website of The Stock Exchange of Hong Kong Limited at www.hkexnews.hk on the “Latest Listed Company Information” page for at least 7 days from the date of its posting and will be published on the Company’s website at www.simplicityholding.com.