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MI MING MART HOLDINGS LIMITED

彌明生活百貨控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8473)

DISCLOSEABLE TRANSACTIONS SUBSCRIPTIONS OF WEALTH MANAGEMENT PRODUCTS

SUBSCRIPTIONS OF THE NEW NOMURA WEALTH MANAGEMENT PRODUCTS

The Board announces that on 15 April 2024, Rosy Horizon, a direct wholly-owned subsidiary of the Company, subscribed for the New Nomura Wealth Management Products through Nomura Singapore Limited in the total amount of approximately US\$201,000 (for one product); AUD1,189,000 (for two products); and JPY80,000,000 (for one product).

THE EXISTING NOMURA WEALTH MANAGEMENT PRODUCTS

Reference is made to the announcement of the Company dated 7 August 2023 in which it was disclosed that Rosy Horizon subscribed for the 1st Nomura Wealth Management Product, the 2nd Nomura Wealth Management Product and the 3rd Nomura Wealth Management Product through UBS AG in the total amount of approximately US\$1,733,000.

Subsequent to the subscription for the 1st Nomura Wealth Management Product, the 2nd Nomura Wealth Management Product and the 3rd Nomura Wealth Management Product, Rosy Horizon has further subscribed for the 4th Nomura Wealth Management Product, the 5th Nomura Wealth Management Product, the 6th Nomura Wealth Management Product and the 7th Nomura Wealth Management Product through UBS AG in the total amount of approximately US\$835,000.

As at the date of this announcement, the Existing Nomura Wealth Management Products have been transferred to and are deposited in the Company's account opened at Nomura Singapore Limited, a licenced financial institution in Singapore, and remain outstanding.

LISTING RULES IMPLICATIONS

As the New Nomura Wealth Management Products and the Existing Nomura Wealth Management Products) are of a similar nature made within a 12-month period and are deposited with the same party, they shall be aggregated as a series of transactions pursuant to Rule 19.22 of the GEM Listing Rules. As one or more of the applicable percentage ratios (as defined under the GEM Listing Rules) in respect of the subscriptions of the Nomura Wealth Management Products when aggregated exceed 5% but all of them are less than 25%, the subscriptions of the Nomura Wealth Management Products constituted discloseable transactions of the Company which are subject to reporting and announcement requirements under Chapter 19 of the GEM Listing Rules.

SUBSCRIPTIONS OF THE WEALTH MANAGEMENT PRODUCTS

Reference is made to the announcement of the Company dated 7 August 2023 (the “**Announcement**”).

In the Announcement, it was disclosed that Rosy Horizon, a direct wholly-owned subsidiary of the Company, subscribed for the 1st Nomura Wealth Management Product, the 2nd Nomura Wealth Management Product and the 3rd Nomura Wealth Management Product through UBS AG in the total amount of approximately US\$1,733,000. Such subscriptions in aggregate constituted discloseable transactions of the Company. Details of the 1st Nomura Wealth Management Product, the 2nd Nomura Wealth Management Product and the 3rd Nomura Wealth Management Product are disclosed in the Announcement.

Subsequent to the subscription for the 1st Nomura Wealth Management Product, the 2nd Nomura Wealth Management Product and the 3rd Nomura Wealth Management Product, Rosy Horizon has further subscribed for the 4th Nomura Wealth Management Product, the 5th Nomura Wealth Management Product, the 6th Nomura Wealth Management Product and the 7th Nomura Wealth Management Product through UBS AG in the total amount of approximately US\$835,000 during the period between 7 December 2023 and 8 March 2024. Before the subscriptions for the New Nomura Wealth Management Products and taking into account the outstanding balance of the 1st Nomura Wealth Management Product, the 2nd Nomura Wealth Management Product and the 3rd Nomura Wealth Management Product, the applicable percentage ratios in respect of the subscriptions of the 4th Nomura Wealth Management Product, the 5th Nomura Wealth Management Product, the 6th Nomura Wealth Management Product and the 7th Nomura Wealth Management Product in aggregate did not exceed 5% and the subscriptions were not subject to reporting and announcement requirements under Chapter 19 of the GEM Listing Rules.

As at the date of this announcement, the Existing Nomura Wealth Management Products have been transferred to and are deposited in the Company’s account opened at Nomura Singapore Limited, a licenced financial institution in Singapore, and remain outstanding.

On 15 April 2024, Rosy Horizon further subscribed for the New Nomura Wealth Management Products through Nomura Singapore Limited. Summarised below are the salient terms of the Newly Discloseable Nomura Wealth Management Products:

(I) 4th Nomura Wealth Management Product

Date of subscription:	7 December 2023
Nature:	US Treasury Bills
Issuer:	Government of the United States
Subscription price:	Approximately US\$312,000
Type of return:	Fixed and guaranteed return
Whether principal guaranteed:	Yes
Term of investment:	From 8 December 2023 to 15 November 2043
Amount to be returned at maturity:	US\$300,000
Expected annualised rate of return:	Approximately 4.4%
Risk level:	Low risk

(II) 5th Nomura Wealth Management Product

Date of subscription:	12 January 2024
Nature:	US Treasury Bills
Issuer:	Government of the United States
Subscription price:	Approximately US\$104,000
Type of return:	Fixed and guaranteed return
Whether principal guaranteed:	Yes

Term of investment:	From 16 January 2024 to 15 November 2033
Amount to be returned at maturity:	US\$100,000
Expected annualised rate of return:	Approximately 3.9%
Risk level:	Low risk

(III) 6th Nomura Wealth Management Product

Date of subscription:	7 February 2024
Nature:	US Treasury Bills
Issuer:	Government of the United States
Subscription price:	Approximately US\$209,000
Type of return:	Fixed and guaranteed return
Whether principal guaranteed:	Yes
Term of investment:	From 8 February 2024 to 15 November 2043
Amount to be returned at maturity:	US\$200,000
Expected annualised rate of return:	Approximately 4.4%
Risk level:	Low risk

(IV) 7th Nomura Wealth Management Product

Date of subscription:	8 March 2024
Nature:	US Treasury Bills
Issuer:	Government of the United States
Subscription price:	Approximately US\$210,000
Type of return:	Fixed and guaranteed return

Whether principal guaranteed:	Yes
Term of investment:	From 11 March 2024 to 15 November 2043
Amount to be returned at maturity:	US\$200,000
Expected annualised rate of return:	Approximately 4.3%
Risk level:	Low risk

(V) 8th Nomura Wealth Management Product

Date of subscription:	15 April 2024
Nature:	US Treasury Bills
Issuer:	Government of the United States
Subscription price:	Approximately US\$201,000
Type of return:	Fixed and guaranteed return
Whether principal guaranteed:	Yes
Term of investment:	From 16 April 2024 to 15 November 2043
Amount to be returned at maturity:	US\$200,000
Expected annualised rate of return:	Approximately 4.7%
Risk level:	Low risk

(VI) 9th Nomura Wealth Management Product

Date of subscription:	15 April 2024
Nature:	AUD Corporate Bond
Issuer:	Australia and New Zealand Banking Group Limited
Subscription price:	Approximately AUD593,000
Type of return:	Fixed and guaranteed return

Whether principal guaranteed:	Yes
Term of investment:	From 17 April 2024 to 22 July 2026
Amount to be returned at maturity:	AUD600,000
Expected annualised rate of return:	Approximately 4.6%
Risk level:	Low risk

(VII) 10th Nomura Wealth Management Product

Date of subscription:	15 April 2024
Nature:	AUD Corporate Bond
Issuer:	Nestle Capital Corporation
Subscription price:	Approximately AUD596,000
Type of return:	Fixed and guaranteed return
Whether principal guaranteed:	Yes
Optional early redemption:	Upon giving notice to Rosy Horizon, the issuer may redeem the AUD Corporate Bond, in the principal amount of AUD600,000 together with any accrued but unpaid interest on such bond to (but excluding) the 4 March 2029.
Term of investment:	From 17 April 2024 to 4 March 2029 (if the optional early redemption is exercised); or from 17 April 2024 to 4 April 2029 (if the optional early redemption is not exercised)
Amount to be returned at maturity:	AUD600,000
Expected annualised rate of return:	Approximately 4.7%
Risk level:	Low risk

(VIII) 11th Nomura Wealth Management Product

Date of subscription: 15 April 2024

Nature: JPY Income Fund

Issuer: PIMCO Funds: Global Investor Series plc

Subscription price: Approximately JPY80,000,000

Investment objective: the primary investment objective of the fund is to seek high current income, consistent with prudent investment management. Long-term capital appreciation is a secondary objective.

Management fee: 1.45% per annum

Dividend policy: dividends, if any, will be declared monthly. The fund may at its discretion pay dividends out of capital and charge management fees to the capital.

Redemption: the fund may be redeemed by submitting a redemption request before 5:00 p.m. on any Hong Kong business day. The redemption price will be the net asset value per share on such day on which the redemption request is received in good order.

Risk level: Medium risk. Although the 11th Nomura Wealth Management Product does not offer guaranteed principal protection, the Directors consider that the risk associated therewith is reasonable, having considered that (i) the fund invests a substantial part of its assets in a diversified portfolio of fixed income instruments, such as mortgage-backed securities, with varying maturities, and employs independent research and prudent diversification with respect to industries and issuers; and (ii) the relevant subscription amount is relatively insignificant as compared to the Company's investment portfolio.

BASIS OF DETERMINING THE SUBSCRIPTION AMOUNT

The Directors confirmed that the subscription amount and the terms in relation to each of the Nomura Wealth Management Products were determined by the Company having taken into account (i) the then available surplus cash of the Group for treasury management purposes; (ii) the expected annualised rate of return of the Nomura Wealth Management Products; and (iii) the risk assessment made in relation to the Nomura Wealth Management Products.

INFORMATION ABOUT THE PARTIES

The Company and Rosy Horizon

The Company is an investment holding company and the Group is principally engaged in the retail of multibrand beauty and health products and provision of beauty services in Hong Kong.

Rosy Horizon is a direct wholly-owned subsidiary of the Company and is principally engaged in the investment holding and investment management business.

UBS AG

UBS AG is part of UBS Group AG which is a global financial services provider incorporated in Switzerland. To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, (i) the ultimate beneficial owner of UBS AG is UBS Group AG, a company listed on both the SIX Swiss Exchange (SWX: UBSG) and the New York Stock Exchange (NYSE: UBS); and (ii) the Directors confirmed that UBS AG and its ultimate beneficial owner are Independent Third Parties.

Nomura Singapore Limited

Nomura Singapore Limited is a company established under the laws of Singapore, regulated by the Monetary Authority of Singapore, and is principally engaged in providing financial services. To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, (i) the ultimate beneficial owner of Nomura Singapore Limited is Nomura Holdings, Inc., a company listed on the Tokyo (TYO: 8604), Nagoya (NAG: 8604) and Singapore stock exchange (SGX: N33), and also listed on the New York Stock Exchange in the form of American Depositary Shares (NYSE: NMR); and (ii) the Directors confirmed that Nomura Singapore Limited and its ultimate beneficial owner are Independent Third Parties.

REASONS FOR AND BENEFITS OF SUBSCRIBING FOR THE WEALTH MANAGEMENT PRODUCTS

The subscriptions the Nomura Wealth Management Products were carried out by the Company for treasury management purposes in order to maximize the utilization of its surplus cash received from its business operations, with a view to achieving balanced yields whilst maintaining high liquidity and reasonable levels of risks. Taking into account, among others, the risk assessment and the expected rates of return of the Nomura Wealth Management Products, the Company considers that the said subscriptions will provide the Group with better returns than the returns on deposits generally offered by commercial banks and increase the Company's overall earnings in the long run. The Company will monitor and manage the subscriptions closely and effectively.

The Board is of the view that the respective terms of subscriptions of the Nomura Wealth Management Products are on normal commercial terms which are fair and reasonable, and that subscriptions of the Nomura Wealth Management Products are in the interests of the Group and the Shareholders as a whole.

LISTING RULES IMPLICATIONS

As the New Nomura Wealth Management Products and the Existing Nomura Wealth Management Products are of a similar nature made within a 12-month period and are deposited with the same party, they shall be aggregated as a series of transactions pursuant to Rule 19.22 of the GEM Listing Rules. As one or more of the applicable percentage ratios (as defined under the GEM Listing Rules) in respect of the subscriptions of the Nomura Wealth Management Products when aggregated exceed 5% but all of them are less than 25%, the subscriptions of the Nomura Wealth Management Products constituted discloseable transactions of the Company which are subject to reporting and announcement requirements under Chapter 19 of the GEM Listing Rules.

DEFINITIONS

In this announcement, unless otherwise specified, the following expressions shall have the following meanings:

“1st Nomura Wealth Management Product”	a wealth management product subscribed through UBS AG on 1 June 2023 at a subscription price of approximately US\$381,000 and defined as “1st UBS Wealth Management Product” in the Announcement
“2nd Nomura Wealth Management Product”	a wealth management product subscribed through UBS AG on 6 July 2023 at a subscription price of approximately US\$400,000 and defined as “2nd UBS Wealth Management Product” in the Announcement
“3rd Nomura Wealth Management Product”	a wealth management product subscribed through UBS AG on 7 August 2023 at a subscription price of approximately US\$952,000 and defined as “3rd UBS Wealth Management Product” in the Announcement
“4th Nomura Wealth Management Product”	a wealth management product subscribed through UBS AG on 7 December 2023 at a subscription price of approximately US\$312,000
“5th Nomura Wealth Management Product”	a wealth management product subscribed through UBS AG on 12 January 2024 at a subscription price of approximately US\$104,000
“6th Nomura Wealth Management Product”	a wealth management product subscribed through UBS AG on 7 February 2024 at a subscription price of approximately US\$209,000
“7th Nomura Wealth Management Product”	a wealth management product subscribed through UBS AG on 8 March 2024 at a subscription price of approximately US\$210,000

”8th Nomura Wealth Management Product”	a wealth management product subscribed through Nomura Singapore Limited on 15 April 2024 at a subscription price of approximately US\$201,000
”9th Nomura Wealth Management Product”	a wealth management product subscribed through Nomura Singapore Limited on 15 April 2024 at a subscription price of approximately AUD593,000
”10th Nomura Wealth Management Product”	a wealth management product subscribed through Nomura Singapore Limited on 15 April 2024 at a subscription price of approximately AUD596,000
”11th Nomura Wealth Management Product”	a wealth management product subscribed through Nomura Singapore Limited on 15 April 2024 at a subscription price of approximately JPY80,000,000
“AUD”	Australian dollars, the lawful currency of the Australia
“Board”	the board of Directors
“Company”	Mi Ming Mart Holdings Limited, a company incorporated in the Cayman Islands with limited liability and the issued shares of which are listed on the GEM of the Stock Exchange
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	the director(s) of the Company
“Existing Nomura Wealth Management Products”	collectively, the 1st Nomura Wealth Management Product, the 2nd Nomura Wealth Management Product, the 3rd Nomura Wealth Management Product, the 4th Nomura Wealth Management Product, the 5th Nomura Wealth Management Product, the 6th Nomura Wealth Management Product and the 7th Nomura Wealth Management Product
“Nomura Singapore Limited”	Nomura Singapore Limited is a company established under the laws of Singapore, regulated by the Monetary Authority of Singapore, and is principally engaged in providing financial services.

“Nomura Wealth Management Products”	collectively, the 1st Nomura Wealth Management Product, the 2nd Nomura Wealth Management Product, the 3rd Nomura Wealth Management Product, the 4th Nomura Wealth Management Product, the 5th Nomura Wealth Management Product, the 6th Nomura Wealth Management Product, the 7th Nomura Wealth Management Product, the 8th Nomura Wealth Management Product, the 9th Nomura Wealth Management Product, the 10th Nomura Wealth Management Product and the 11th Nomura Wealth Management Product
“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM of the Stock Exchange
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Independent Third Parties”	parties who are independent of, and not connected with, the Group or any of its connected persons
“JPY”	Japanese Yen, the lawful currency of Japan
“New Nomura Wealth Management Products”	collectively, the 8th Nomura Wealth Management Product, the 9th Nomura Wealth Management Product, the 10th Nomura Wealth Management Product and the 11th Nomura Wealth Management Product
“Newly Discloseable Nomura Wealth Management Products”	collectively, the 4th Nomura Wealth Management Product, the 5th Nomura Wealth Management Product, the 6th Nomura Wealth Management Product, the 7th Nomura Wealth Management Product, the 8th Nomura Wealth Management Product, the 9th Nomura Wealth Management Product, the 10th Nomura Wealth Management Product and the 11th Nomura Wealth Management Product
“Rosy Horizon”	Rosy Horizon Global Limited, a company incorporated in the British Virgin Islands, which is a direct wholly-owned subsidiary of the Company
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

“UBS AG”	UBS AG is incorporated in Switzerland with limited liability and the investment account of Rosy Horizon in UBS AG is acting through its local branch in Singapore. The Singapore branch is supervised and regulated by the Monetary Authority of Singapore as a bank under the Banking Act (Cap. 19 of the Laws of Singapore)
“US\$”	US dollars, the lawful currency of the United States of America
“%”	per cent

By Order of the Board
Mi Ming Mart Holdings Limited
Yuen Mi Ming Erica
*Chairlady, Chief Executive Officer and
Executive Director*

Hong Kong, 15 April 2024

As at the date of this announcement, the Executive Directors of the Company are Ms. Yuen Mi Ming Erica (Chairlady) and Ms. Yuen Mimi Mi Wahng, the Non-executive Directors are Mr. Cheung Siu Hon Ronald and Mr. Lam Yue Yeung Anthony and the Independent Non-executive Directors are Ms. Chan Sze Lai Celine, Ms. Tsang Wing Yee and Ms. Wong Yuen Kwan.

*This announcement, for which the directors of the Company (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 “Latest Listed Company Information” page on the GEM website at www.hkgem.com for a minimum period of 7 days from the date of its publication and on the website of the Company at www.mimingmart.com.