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EPS Creative Health Technology Group Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 3860)

COMPLETION OF SUBSCRIPTION OF NEW SHARES UNDER GENERAL MANDATE

References is made to the announcement of the Company dated 9 April 2024. Terms used in this announcement shall have the same meaning as those defined therein.

COMPLETION OF SUBSCRIPTION OF NEW SHARES UNDER GENERAL MANDATE

The Board is pleased to announce that the condition precedent of the Subscription Agreement A and Subscription Agreement B had been satisfied and Completion took place on 22 April 2024.

On 22 April 2024, (i) 10,080,645 Subscription Shares were allotted and issued to the Subscriber A at the Subscription Price of HK\$0.992 per Subscription Share; and (ii) 12,096,774 Subscription Shares were allotted and issued to the Subscriber B at the Subscription Price of HK\$0.992 per Subscription Share.

EFFECT ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

The shareholding structure of the Company (i) immediately before Completion pursuant to Subscription Agreement A and Subscription Agreement B; and (ii) immediately upon the Completion pursuant to Subscription Agreement A and Subscription Agreement B is:

	Immediately before Completion pursuant to Subscription Agreement A and Subscription Agreement B		Immediately upon Completion pursuant to Subscription Agreement A and Subscription Agreement B	
	<i>Number of shares</i>	<i>%</i>	<i>Number of shares</i>	<i>%</i>
EPS Holdings (<i>Note 1</i>)	375,000,000	75.0%	375,000,000	71.8%
Subscriber A	–	–	10,080,645	1.9%
Subscriber B	–	–	12,096,774	2.3%
Other public Shareholders	<u>125,000,000</u>	<u>25.0%</u>	<u>125,000,000</u>	<u>24.0%</u>
Total	<u>500,000,000</u>	<u>100.0%</u>	<u>522,177,419</u>	<u>100.0%</u>

Notes:

1. EPS Holdings is a company owned as to approximately 67.22% by Y&G Limited, which is in turn wholly-owned by Mr. Yan. Mr. Yan is also directly interested in approximately 2.32% of the shareholding interest of EPS Holdings. Mr. Yan is deemed to be interested in these shares held by EPS Holdings.

USE OF PROCEEDS

The gross proceeds from the issue of Subscription Shares is HK\$22.0 million and the net proceeds from the issue of Subscription Shares (after deducting of expenses) is approximately HK\$21.8 million. The Company intends to apply the net proceeds as general working capital of the Group, out of which (i) approximately HK\$18.0 million (representing approximately 82.6% of the net proceeds) use for research and development expenses of the Group on the upfront investment-type of projects in

the in-house research and development business in order to accelerate those projects; and (ii) approximately HK\$3.8 million (representing approximately 17.4% of the net proceeds) use for staff costs, professional fees, other general administrative and operating expenses.

By order of the Board
EPS Creative Health Technology Group Limited
Miyano Tsumoru
Executive Director

Hong Kong, 22 April 2024

As at the date of this announcement, the executive Directors are Mr. Shimada Tatsuji, Mr. Miyano Tsumoru, Mr. Maezaki Masahiro, Mr. Miyazato Hiroki and Mr. Chiu Chun Tak; the non-executive Directors are Mr. Kusaba Takuya and Mr. Yan Ping; and the independent non-executive Directors are Mr. Chan Cheuk Ho, Mr. Choi Koon Ming, Mr. Saito Hironobu and Mr. Taniguchi Yasuhiko.