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TASTY CONCEPTS HOLDING LIMITED

賞之味控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8096)

DISCLOSEABLE TRANSACTION IN RESPECT OF THE TENANCY AGREEMENT

THE TENANCY AGREEMENT

The Board would like to announce that on 3 July 2024, Butao (TKO) Limited, an indirect wholly-owned subsidiary of the Company, as tenant entered into the Tenancy Agreement with the Landlord, an Independent Third Party, in relation to the renewal of the lease of the Property.

IMPLICATIONS UNDER THE GEM LISTING RULES

Pursuant to HKFRS 16 “Leases”, the value of the right-of-use assets will be recognised on the Group’s consolidated statement of financial position in connection with the lease of the Property under the Tenancy Agreement. Accordingly, the lease transaction under the Tenancy Agreement will be regarded as acquisition of assets by the Company for the purpose of the GEM Listing Rules.

As one or more of the applicable percentage ratio under Rule 19.07 of the GEM Listing Rules in respect of aggregate value of the right-of-use assets recognised by the Group pursuant to HKFRS 16 “Lease” is more than 5% but less than 25%, the transaction contemplated under the Tenancy Agreement constitutes discloseable transaction, which is subjected to the reporting and announcement requirements but is exempted from the circular and shareholders’ approval requirements under the Chapter 19 of the GEM Listing Rules.

The Board would like to announce that on 3 July 2024, Butao (TKO) Limited, an indirect wholly-owned subsidiary of the Company, as tenant entered into the Tenancy Agreement with the Landlord, an Independent Third Party, in relation to the renewal of the lease of the Property.

Details of the Tenancy Agreement are set out as below:

TENANCY AGREEMENT

Date: 3 July 2024

Parties: MTR Corporation Limited, as the Landlord

Butao (TKO) Limited, as the tenant

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, the Landlord and its ultimate beneficial owner(s) are Independent Third Parties.

Property: Shop Unit G25, Popcorn (9 Tong Yin Street, Tseung Kwan O)

Lettable area: Approximately 850 square feet

Terms: Two (2) years commencing on 1 June 2024 and expiring on 31 May 2026 (both days inclusive)

The aggregate value of consideration payable: Rental to be paid monthly in aggregate of HK\$2,898,000 for a term of 2 years, subject to additional turnover rent which may be imposed pursuant to the terms and conditions of the Tenancy Agreement (exclusive of government rates, management expenses, air-conditioning charge, promotion fee and other charges)

Deposit: Approximately HK\$454,000 (being three (3) months average basic monthly rental, management expenses and air-conditioning fee charged by the Landlord)

INFORMATION OF THE PARTIES

The Company is an investment holding company and its subsidiaries are principally engaged in operation of restaurants in Hong Kong.

Butao (TKO) Limited is an indirect wholly-owned subsidiary of the Company incorporated in Hong Kong with limited liability. It is operating one of the Group's restaurants, which is currently located at the Property.

The Landlord is a company incorporated in Hong Kong with limited liability and its issued shares are listed on the Main Board of the Stock Exchange (stock code: 66). Its group is principally engaged in railway design, construction, operation and management in Hong Kong, Macau, the PRC and a number of overseas cities.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, the Landlord and its ultimate beneficial owner(s) are Independent Third Parties.

REASONS AND BENEFITS FOR THE TENANCY AGREEMENT

With reference to the past operation experience, the current restaurant located at the Property has been fairly performed and strategically located which presents continuous business opportunities for retaining the existing restaurant by renewal of the lease of the Property.

The terms of the Tenancy Agreement are arrived at after arm's length negotiation and the rental was with reference to the prevailing market rental of similar comparable properties in the nearby areas.

The Directors considered that the terms of the Tenancy Agreement are entered into on normal commercial terms, in the ordinary and usual course of business of the Group and are fair and reasonable and in the interests of the Group as a whole.

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DEFINITIONS

In this announcement, the following expressions will have the meanings set out as below unless the context requires otherwise:

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| "Board" | the board of Directors |
| "Company" | Tasty Concepts Holding Limited (賞之味控股有限公司), a company incorporated in the Cayman Islands with limited liability, the issued shares of which are listed on GEM of the Stock Exchange (stock code: 8096) |
| "connected person(s)" | has the same meaning ascribed to it under the GEM Listing Rules |
| "Directors" | the directors of the Company |
| "GEM" | GEM operated by the Stock Exchange |

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| “GEM Listing Rules” | The Rules Governing the Listing of Securities on GEM as amended by the Stock Exchange from time to time |
| “Group” | the Company and its subsidiaries |
| “HK\$” | Hong Kong dollars, the lawful currency of Hong Kong |
| “HKFRS” | Hong Kong Financial Reporting Standards issued by the Hong Kong Institute of Certified Public Accountant |
| “Hong Kong” | The Hong Kong Special Administrative Region of the PRC |
| “Independent Third Party(ies)” | an individual(s) or a company(ies) who or which is or are independent of and not connected (within the meaning of the GEM Listing Rules) with any of the Directors, chief executive or substantial shareholder(s) of the Company, its subsidiaries or any of their respective associate(s) |
| “Landlord” | MTR Corporation Limited, a company incorporated in Hong Kong with limited liability, the issued shares of which are listed on the Main Board of the Stock Exchange (stock code: 66) |
| “Macau” | the Macau Special Administrative Region of the PRC |
| “PRC” | the People’s Republic of China |
| “Property” | Shop Unit G25, Popcorn (9 Tong Yin Street, Tseung Kwan O) |
| “Stock Exchange” | The Stock Exchange of Hong Kong Limited |
| “Tenancy Agreement” | the tenancy agreement dated 3 July 2024 and entered into between the Landlord and Butao (TKO) Limited in respect of the renewal of the lease of the Property |

By order of the Board
Tasty Concepts Holding Limited
Sung Kwan Wun
Executive Director

Hong Kong, 8 July 2024

As at the date of this announcement, the Board comprises Ms. Sung Kwan Wun as an executive Director; and Ms. Li Mingrong, Mr. Lui Sze Ho and Ms. Kanlaya Bunphor as independent non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules 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 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.butaoramen.com.