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ALLUREFEM HOLDING LIMITED

淨人壹方控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8305)

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

References are made to the announcements of Allurefem Holding Limited (the “**Company**”) dated 20 November 2024 and 25 November 2024 in relation to, among others, the Placing (the “**Announcements**”). Capitalised terms used in this announcement shall have the same meanings as defined in the Announcements unless otherwise stated.

COMPLETION OF THE PLACING

The Board is pleased to announce that all conditions as set out in the Placing Agreement had been fulfilled, and the Completion took place on 10 December 2024 in accordance with the terms and conditions of the Placing Agreement. The Placing Agent successfully placed 210,000,000 Placing Shares, representing approximately 16.67% of the issued share capital of the Company as enlarged by the allotment and issue of the Placing Shares immediately after Completion, at the Placing Price of HK\$0.055 per Placing Share to not less than six Places.

The net issue price per Placing Share (after deduction of the placing commission and all related expenses) is approximately HK\$0.53 per Placing Share.

To the best of the Directors’ knowledge, information and belief, and having made all reasonable enquiries, the Placees and their respective ultimate beneficial owners are Independent Third Parties. None of the Placees nor their respective associates became a substantial shareholder (as defined under the GEM Listing Rules) of the Company immediately after the Completion.

The gross proceeds from the Placing amounted to HK\$11,550,000, and the net proceeds, after the deduction of the placing commission and other related expenses, amounted to approximately HK\$11,204,000. As disclosed in the announcement of the Company dated 20 November 2024, the net proceeds from the Placing are intended to be used (i) as to approximately HK\$2,000,000 for the repayment of bank borrowings; and (ii) as to approximately HK\$9,204,000 for the general working capital of the Group.

EFFECTS ON SHAREHOLDING STRUCTURE OF THE COMPANY

To the best of the Directors' knowledge, information and belief having made all reasonable enquires, the following table sets out the shareholding structure of the Company (i) immediately before the Completion; and (ii) immediately after the Completion:

Shareholders	Immediately before the Completion		Immediately after the Completion	
	<i>No. of Shares</i>	<i>Approximate %</i>	<i>No. of Shares</i>	<i>Approximate %</i>
<i>Director</i>				
Advanced Pacific Enterprises Limited (“ Advanced Pacific ”) (<i>Note 1</i>)	535,500,000	51.00	535,500,000	42.50
Placee(s)	–	–	210,000,000	16.67
Other public Shareholders	514,500,000	49.00	514,500,000	40.83
	<u>1,050,000,000</u>	<u>100.00</u>	<u>1,260,000,000</u>	100.00

Notes:

- (1) Advanced Pacific, a company incorporated in the British Virgin Islands, is wholly and beneficially owned by Mr. Heung Chung Sum, who is the executive Director, chairman of the Board, and controlling Shareholder of the Company. As such, Mr. Heung Chung Sum is deemed to be interested in all the Shares held by Advanced Pacific by virtue of the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong).
- (2) Certain percentage figures included in the above table have been subject to rounding adjustments. Accordingly, figures shown as totals may not be an arithmetic aggregation of the figures preceding them.

By order of the Board
Allurefem Holding Limited
Heung Chung Sum
Chairman and Executive Director

Hong Kong, 10 December 2024

As at the date of this announcement, the executive Director is Mr. Heung Chung Sum; the non-executive Director is Ms. Heung Joe Yee; and the independent non-executive Directors are Dr. Ip Wai Hung, Mr. Ko, Wilson Wai Shun and Mr. Chan Chi Hang.

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.

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