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VIVA GOODS COMPANY LIMITED
非凡領越有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 933)

bossini

BOSSINI INTERNATIONAL HOLDINGS LIMITED
堡獅龍國際集團有限公司*

(Incorporated in Bermuda with limited liability)
(Stock Code: 592)

DRAGON LEAP CONSUMABLES LIMITED

(Incorporated in the British Virgin Islands with limited liability)

JOINT ANNOUNCEMENT

MONTHLY UPDATE ON

**(1) PROPOSAL FOR THE PRIVATISATION OF
BOSSINI INTERNATIONAL HOLDINGS LIMITED
BY DRAGON LEAP CONSUMABLES LIMITED BY WAY OF A SCHEME OF
ARRANGEMENT UNDER SECTION 99 OF THE COMPANIES ACT;
AND
(2) PROPOSED WITHDRAWAL OF LISTING OF THE SHARES OF
BOSSINI INTERNATIONAL HOLDINGS LIMITED**

Financial adviser to the Offeror and Viva



TC CAPITAL

Reference is made to (i) the announcement (the “**Joint Announcement**”) jointly issued by Viva Goods Company Limited (“**Viva**”), Dragon Leap Consumables Limited (the “**Offeror**”) and Bossini International Holdings Limited (“**Bossini**”) on 16 October 2024 in relation to, among other things, the proposal for the privatisation of Bossini by the Offeror by way of a scheme of arrangement under section 99 of the Companies Act; and (ii) the announcement jointly issued by Viva, the Offeror and Bossini on 20 November 2024 in relation to delay in despatch of the Scheme Document (the “**Delay Announcement**”). Unless otherwise defined in this joint announcement, capitalised terms used herein shall have the same meanings as those defined in the Joint Announcement and in the Delay Announcement.

Further to the Delay Announcement, the Court Directions Hearing was held on 19 December 2024. The Supreme Court of Bermuda has issued its directions order (the “**Directions Order**”) for, among other things, convening the Court Meeting to approve the Scheme. Pursuant to the Directions Order, (i) the Court Meeting will be held on 10 February 2025 to approve the Scheme; and (ii) the Court Hearing to sanction the Scheme is set down to be heard on 3 March 2025 (Bermuda time). Bossini, Viva and the Offeror are currently in the course of finalising the information in the Proposal and the Scheme to be included in the Scheme Document.

Further announcement(s) will be made by Bossini, Viva and the Offeror in accordance with the Listing Rules and the Takeovers Code (as the case may be) on the status and progress in connection with the Proposal and the Scheme and the despatch of the Scheme Document as and when appropriate.

WARNINGS: Holders of and potential investors in the securities of Viva and Bossini should note that the Proposal and all transactions contemplated thereunder are subject to the fulfilment or waiver (as applicable) of the Scheme Conditions. Accordingly, there is no certainty as to whether, and if so when, the Scheme will be implemented or become effective. Further, the Option Offer will be conditional upon the Scheme becoming effective and if the Scheme does not become effective, the Option Offer will not be completed.

Holders of and potential investors in the securities of Viva and Bossini should exercise caution when dealing in the shares or other securities of Viva and Bossini. Any person who is in doubt about his or, her or, its position or any action to be taken is recommended to consult his or, her or, its own professional adviser(s).

By order of the board of directors
VIVA GOODS COMPANY LIMITED

Mr. LI Ning
Chairman and Chief Executive Officer

By order of the board of directors
BOSSINI INTERNATIONAL HOLDINGS LIMITED

Mr. ZHAO Jianguo
Chairman and Executive Director

By order of the board of directors
DRAGON LEAP CONSUMABLES LIMITED

Mr. LI Ning
Director

Hong Kong, 20 December 2024

As at the date of this joint announcement,

- (a) *the Bossini Board comprises three executive directors, namely Mr. ZHAO Jianguo (Chairman), Mr. CHEUNG Chi (Chief Executive Officer) and Ms. YU Xin, one non-executive director, namely Mr. LAW Ching Kit Bosco, and three independent non-executive directors, namely Mr. LEE Kwok Ming, Prof. SIN Yat Ming and Mr. CHEONG Shin Keong;*
- (b) *the Viva Board comprises three executive directors, namely Mr. LI Ning (Chairman and Chief Executive Officer), Mr. LI Chunyang and Mr. LI Qilin, four non-executive directors, namely Mr. Victor HERRERO, Mr. MA Wing Man, Ms. LYU Hong and Mr. QIAN Cheng and four independent non-executive directors, namely Mr. LI Qing, Mr. PAK Wai Keung, Martin, Mr. WANG Yan and Professor CUI Haitao; and*
- (c) *the board of directors of the Offeror comprises two directors, namely Mr. LI Ning and Mr. CHEUNG Chi.*

The directors of Bossini jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement relating to the Bossini Group (other than that relating to the Viva Group and the Offeror) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement by the Bossini Board have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement the omission of which would make any statement in this joint announcement misleading.

The directors of Viva jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement relating to the Viva Group and the Offeror (other than that relating to the Bossini Group) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement by the Viva Board have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement the omission of which would make any statement in this joint announcement misleading.

The directors of the Offeror jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement relating to the Offeror (other than that relating to the Viva Group and the Bossini Group) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement by the Offeror Board have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement the omission of which would make any statement in this joint announcement misleading.

** for identification purpose only*