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Natural Beauty Bio-Technology Limited
自然美生物科技有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 00157)

CONTINUING CONNECTED TRANSACTIONS
RENEWAL OF PREVIOUS CCT AGREEMENTS

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On 12 June 2026, Taiwan NB and NB China, each being subsidiaries of the Group, had entered into the CCT Agreements to renew the Previous CCT Agreements with ET New Media, Eastern Home, Eastern Global, ET New Retail and Strawberry, each being connected persons of the Group. Pursuant to the CCT Agreements, the Group shall engage in transactions which principally concerns advertising, product consignment and products wholesale, as well as products procurement in respect of health supplements, commodities and food with the connected parties.

LISTING RULES IMPLICATIONS AND THE CONVENING OF THE EGM

The transactions contemplated under each of the CCT Agreements constitute continuing connected transactions of the Company under Chapter 14A of the Listing Rules.

Since (a) ET New Media, Eastern Home, Eastern Global, ET New Retail and Strawberry are connected with one another through FESS, a controlling shareholder of the Company, and/or Insbro, a substantial shareholder of the Company, and (b) as the highest applicable percentage ratio in respect of the aggregate of highest combined annual caps of each of the CCT Agreements exceeds 5% and the aggregate consideration is more than HK\$10,000,000, the entering into of the CCT Agreements is subject to the reporting, announcement, Independent Shareholders' approval and annual review requirements under Chapter 14A of the Listing Rules.

A circular containing, among others, details of the CCT Agreements and the transactions contemplated thereunder, the advice from the Independent Board Committee and the advice from the Independent Financial Adviser to the Independent Board Committee and Independent Shareholders, together with the notice convening the EGM, is expected to be despatched to the Shareholders on or before 6 July 2026.

I. INTRODUCTION

The Board is pleased to announce that on 12 June 2026, Taiwan NB and NB China, each being subsidiaries of the Group, had entered into the CCT Agreements to renew the Previous CCT Agreements with ET New Media, Eastern Home, Eastern Global, ET New Retail and Strawberry, each being connected persons of the Group. Pursuant to the CCT Agreements, the Group shall engage in transactions which principally concerns advertising, product consignment and products wholesale, as well as products procurement in respect of health supplements, commodities and food with the connected parties.

The principal terms for each of the CCT Agreements are as follows:

II. CCT AGREEMENTS

A. ET New Media Cooperation Agreement

On 12 June 2026, Taiwan NB entered into the ET New Media Cooperation Agreement with ET New Media. The major terms of the ET New Media Cooperation Agreement are as follows:

Date	12 June 2026
Parties	(1) Taiwan NB; and (2) ET New Media
Subject matter	Taiwan NB agreed to engage ET New Media to produce, publish and broadcast advertisements and to organise media events, with a view to enhance the image of the “Natural Beauty” brand and to raise public awareness on the brand (the “ Advertising Service ”).

In accordance with the framework as agreed under the ET New Media Cooperation Agreement, Taiwan NB may from time to time instruct ET New Media to carry out advertising projects. The parties shall separately agree on the timing, manner and fees of each specific advertising project at the appropriate time.

Pricing terms

For each advertising project, ET New Media shall offer at least 50% discount to the list price of such advertising project (being prices ET New Media offer to its clients which are Independent Third Parties) to be specified on the supplementary contracts to be entered between the parties regarding each advertising project.

Condition

The ET New Media Cooperation Agreement shall only become effective upon the Company having obtained approval of the Independent Shareholders in accordance with the Listing Rules.

Term

From 1 September 2026 to 31 August 2029.

Basis of determination of pricing terms

The parties determined the pricing term thereunder based on their intention to minimise the advertising costs for Taiwan NB while remain sufficient to cover the costs to be incurred by ET New Media. Such pricing term, being no less favourable than that offered by Independent Third Parties for the same type of services, is considered by the Directors (excluding the independent non-executive Directors, whose views will be set out in a letter from the Independent Board Committee to be included in the Circular) to be fair and reasonable and in the interests of the Company and the Independent Shareholders as a whole.

Historical transaction amount

Taiwan NB signed the Previous ET New Media Cooperation Agreement with ET New Media on 12 May 2023 which is expiring on 31 August 2026, with terms similar to the ET New Media Cooperation Agreement.

The aggregate fees paid by Taiwan NB under the Previous ET New Media Cooperation Agreement in respect of the Advertising Service up to 30 April 2026 are as follows:

Year/period	From 1 September 2023 to 31 December 2023 <i>(Note 1)</i>	From 1 January 2024 to 31 December 2024 <i>(Note 1)</i>	From 1 January 2025 to 31 December 2025 <i>(Note 1)</i>	From 1 January 2026 to 30 April 2026 <i>(Note 2)</i>
Historical transaction amount	NT\$789,100 (equivalent to approximately HK\$196,783)	NT\$4,397,542 (equivalent to approximately HK\$109,661)	NT\$4,081,872 (equivalent to approximately HK\$1,017,923)	NT\$1,115,333 (equivalent to approximately HK\$278,138)
Historical annual cap	NT\$10,000,000 (equivalent to approximately HK\$2,493,766)	NT\$20,000,000 (equivalent to approximately HK\$4,987,531)	NT\$35,000,000 (equivalent to approximately HK\$8,728,180)	NT\$50,000,000 (equivalent to approximately HK\$12,468,828)
Utilisation rate (approximately)	7.9%	2.2%	11.7%	2.2%

Note 1: The aggregate fees paid by Taiwan NB within the financial year ended 31 December 2023, 2024 and 2025 include value-added tax.

Note 2: The aggregate fees paid by Taiwan NB for the four months ended 30 April 2026 are unaudited and do not include value-added tax.

Annual cap

Pursuant to the terms of the ET New Media Cooperation Agreement, the annual cap in respect of the fees payable by Taiwan NB to ET New Media shall be as follows:

From 1 September 2026 to 31 December 2026	From 1 January 2027 to 31 December 2027	From 1 January 2028 to 31 December 2028	From 1 January 2029 to 31 August 2029
NT\$5,000,000 (equivalent to approximately HK\$1,246,883)	NT\$10,000,000 (equivalent to approximately HK\$2,493,766)	NT\$20,000,000 (equivalent to approximately HK\$4,987,531)	NT\$30,000,000 (equivalent to approximately HK\$7,481,297)

The above annual cap has been arrived at based on the following factors:

- (i) the historical transaction amount relating to fees for the Advertising Service paid or payable by Taiwan NB under the Previous ET New Media Cooperation Agreement;
- (ii) the marketing plan and campaigns of Taiwan NB for the same periods; and
- (iii) the advertising volume that Taiwan NB is expected to purchase from ET New Media for the same periods.

B. Eastern Home Product Supply Agreement

On 12 June 2026, Taiwan NB entered into the Eastern Home Product Supply Agreement with Eastern Home in respect of (a) product consignment, and (b) cost sharing in relation to the sales of products. The major terms of the Eastern Home Product Supply Agreement are as follows:

Date 12 June 2026

Parties (1) Taiwan NB; and
(2) Eastern Home

Subject matter a. **EH Product Supply**

Taiwan NB shall supply Eastern Home with certain products manufactured, distributed or sold by Taiwan NB (the “**EH Target Products**”) which are selected by Eastern Home, for Eastern Home to sell to end customers through its own distribution channels or third-party distribution channels (the “**EH Products Supply**”).

Taiwan NB shall authorise Eastern Home to sell the EH Target Products to end customers and to use related promotional materials for such purpose.

b. EH Cost Sharing

Taiwan NB shall be fully responsible for the costs in relation to the sale of EH Product Supply to end customers, including the costs associated with marketing, transportation and programme production (“**EH Cost Sharing**”).

Pricing of the Eastern Home Target Products

a. EH Product Supply

The purchase price of the EH Target Products sold by Taiwan NB to Eastern Home shall be at 50% to 90% discount to their retail price. For OEM or ODM products, the price shall be determined based on a 20% to 60% discount gross profit margin for Eastern Home.

b. EH Cost Sharing

Taiwan NB shall pay a sale commission at 2% of the monthly internet sale proceeds to Eastern Home. Taiwan NB shall additionally pay a marketing sponsorship fee at 3% of the relevant monthly sale proceeds (after deducting sales return) to Eastern Home.

Condition

The Eastern Home Product Supply Agreement and each of the terms in relation to the aforesaid subject matters shall only become effective upon the Company having obtained approval of the Independent Shareholders in accordance with the Listing Rules.

Term

From 1 September 2026 to 31 August 2029.

Basis of determination of pricing terms

The parties determined the pricing terms in respect of EH Product Supply and EH Cost Sharing as follows:

- (i) In respect of EH Product Supply, based on the wholesale market prices for similar products and in similar quantities offered by Independent Third Parties; and
- (ii) In respect of EH Cost Sharing, the parties agreed a list of business expenses to be included as part of costs in relation to the sale of EH Target Products and the pricing of each business expense. The pricing of each of the business expenses is based on the market level of cost associated with similar product supply agreements.

The Directors (excluding the independent non-executive Directors, whose views will be set out in a letter from the Independent Board Committee to be included in the Circular) takes the view that the pricing terms for each of EH Product Supply, and EH Cost Sharing under the Eastern Home Product Supply Agreement are in line with the market level, and thus consider that the pricing terms is no less favourable than that offered by Independent Third Parties. As such, the Directors consider the pricing terms under the Eastern Home Product Supply Agreement to be fair and reasonable and in the interests of the Company and the Independent Shareholders as a whole.

Historical transaction amount

Taiwan NB signed the Previous Eastern Home Consignment Agreement with Eastern Home on 12 May 2023 which is expiring on 31 August 2026, with terms similar to the Eastern Home Product Supply Agreement.

The aggregate fees paid by and paid to Taiwan NB under the Previous Eastern Home Consignment Agreement in respect of the EH Products Consignment and EH Cost Sharing up to 30 April 2026 are as follows:

	From 1 September 2023 to 31 December 2023 <i>(Note 1)</i>	From 1 January 2024 to 31 December 2024 <i>(Note 1)</i>	From 1 January 2025 to 31 December 2025 <i>(Note 1)</i>	From 1 January 2026 to 30 April 2026 <i>(Note 2)</i>
EH Products Consignment				
Historical transaction amount	NT\$23,349,578 (equivalent to approximately HK\$5,822,837)	NT\$86,840,057 (equivalent to approximately HK\$21,655,875)	NT\$104,420,973 (equivalent to approximately HK\$26,040,143)	NT\$36,471,323 (equivalent to approximately HK\$9,095,093)
Historical annual cap	NT\$50,000,000 (equivalent to approximately HK\$12,468,828)	NT\$200,000,000 (equivalent to approximately HK\$49,875,312)	NT\$300,000,000 (equivalent to approximately HK\$74,812,968)	NT\$500,000,000 (equivalent to approximately HK\$124,688,279)
Utilisation rate (approximately)	46.7%	43.4%	34.8%	7.3%
	From 1 September 2023 to 31 December 2023 <i>(Note 1)</i>	From 1 January 2024 to 31 December 2024 <i>(Note 1)</i>	From 1 January 2025 to 31 December 2025 <i>(Note 1)</i>	From 1 January 2026 to 30 April 2026 <i>(Note 2)</i>
EH Cost Sharing				
Historical transaction amount	NT\$113,447 (equivalent to approximately HK\$28,291)	NT\$580,823 (equivalent to approximately HK\$144,844)	NT\$184,836 (equivalent to approximately HK\$46,094)	NT\$66,209 (equivalent to approximately HK\$16,511)
Historical annual cap	NT\$2,800,000 (equivalent to approximately HK\$698,254)	NT\$12,000,000 (equivalent to approximately HK\$2,992,519)	NT\$17,000,000 (equivalent to approximately HK\$4,239,401)	NT\$28,000,000 (equivalent to approximately HK\$6,982,544)
Utilisation rate (approximately)	4.1%	4.8%	1.1%	0.2%

Note 1: The aggregate fees paid by and paid to Taiwan NB within the financial year ended 31 December 2023, 2024 and 2025 include value-added tax.

Note 2: The aggregate fees paid by and paid to Taiwan NB for the four months ended 30 April 2026 are unaudited and do not include value-added tax.

Annual caps

The annual caps under the Previous Eastern Home Consignment Agreement were determined based on net proceeds of sales of EH Target Products to end customers from Eastern Home (i.e. sale proceeds from end customers after deduction of commission and costs of sales) (“**EH Net Proceeds**”).

Pursuant to the terms of the Eastern Home Product Supply Agreement, the annual cap in respect of EH Product Supply (including sales commission) will be determined based on the purchase price payable by Eastern Home to Taiwan NB for the EH Target Products. Such annual caps in relation to EH Product Supply, and annual caps relating to the EH Cost Sharing by Taiwan NB are set out as follows:

	From 1 September 2026 to 31 December 2026	From 1 January 2027 to 31 December 2027	From 1 January 2028 to 31 December 2028	From 1 January 2029 to 31 August 2029
In respect of EH Product Supply	NT\$50,000,000 (equivalent to approximately HK\$12,468,828)	NT\$200,000,000 (equivalent to approximately HK\$49,875,312)	NT\$300,000,000 (equivalent to approximately HK\$74,812,968)	NT\$400,000,000 (equivalent to approximately HK\$99,750,623)
In respect of EH Cost Sharing	NT\$2,800,000 (equivalent to approximately HK\$698,254)	NT\$10,000,000 (equivalent to approximately HK\$2,493,766)	NT\$12,000,000 (equivalent to approximately HK\$2,992,519)	NT\$14,000,000 (equivalent to approximately HK\$3,491,272)

The above annual caps have been arrived at based on the following factors:

- (i) the historical transaction amount in respect of the EH Net Proceeds under the Previous Eastern Home Consignment Agreement;
- (ii) the projected sales of EH Target Products under the Eastern Home Product Supply Agreement; and
- (iii) the projected amount of costs based on the projected sales of EH Target Products.

C. Eastern Home Strategic Cooperation Agreement

On 12 June 2026, Taiwan NB entered into the Eastern Home Strategic Cooperation Agreement with Eastern Home. The major terms of the Eastern Home Strategic Cooperation Agreement are as follows:

Date 12 June 2026

Parties (1) Taiwan NB; and
(2) Eastern Home

Subject matter Eastern Home shall invest in or establish and operate beauty spa brand stores in Taiwan in its own name, and purchase relevant products from Taiwan NB for use in store operations. Taiwan NB shall provide Eastern Home with consultation on beauty technology knowledge and business management methods, as well as promotional and advertising materials, to assist Eastern Home in operating the beauty business.

Eastern Home shall be responsible for the establishment, and operation of the beauty stores. Eastern Home may from time to time make wholesale purchase of Taiwan NB products, and Taiwan NB shall sell such products to Eastern Home at certain discount to relevant retail price for use in store operations by Eastern Home.

Pricing term	The price of the products sold by Taiwan NB to Eastern Home shall be at (i) 10% to 30% to their retail price; (ii) 10% to 20% of their retail price if it is test products, salon-only products or near expiry products; or (iii) for OEM/ODM products, the price shall be determined based on the product type, quantity and cost, at a gross margin of 20% to 60%.
Condition	The Eastern Home Strategic Cooperation Agreement shall only become effective upon the Company having obtained approval of the Independent Shareholders in accordance with the Listing Rules.
Term	From 1 September 2026 to 31 August 2029.

Basis of determination of pricing terms

The parties determined the pricing term based on the wholesale market prices for similar products and in similar quantities offered by Independent Third Party franchisors. Since the pricing under the Eastern Home Strategic Cooperation Agreement is in line with the said wholesale market prices, the Directors (excluding the independent non-executive Directors, whose views will be set out in a letter from the Independent Board Committee to be included in the Circular) consider that it is no less favourable than that offered by Independent Third Parties. As such, the Directors consider the pricing term under the Eastern Home Strategic Cooperation Agreement to be fair and reasonable and in the interests of the Company and the Independent Shareholders as a whole.

Historical transaction amount

Taiwan NB signed the Previous Eastern Home Franchise Agreement with Eastern Home on 12 May 2023, which is expiring on 31 August 2026, with terms similar to the Eastern Home Strategic Cooperation Agreement.

The aggregate fees paid to Taiwan NB under the Previous Eastern Home Franchise Agreement up to 30 April 2026 are as follows:

Year/period	From 1 September 2023 to 31 December 2023 <i>(Note 1)</i>	From 1 January 2024 to 31 December 2024 <i>(Note 1)</i>	From 1 January 2025 to 31 December 2025 <i>(Note 1)</i>	From 1 January 2026 to 30 April 2026 <i>(Note 2)</i>
Historical transaction amount	NT\$ 8,988,718 (equivalent to approximately HK\$2,241,576)	NT\$21,948,280 (equivalent to approximately HK\$5,473,387)	NT\$19,205,244 (equivalent to approximately HK\$4,789,338)	NT\$8,973,495 (equivalent to approximately HK\$2,237,779)
Historical annual cap	NT\$10,000,000 (equivalent to approximately HK\$2,493,766)	NT\$50,000,000 (equivalent to approximately HK\$12,468,828)	NT\$80,000,000 (equivalent to approximately HK\$19,950,125)	NT\$100,000,000 (equivalent to approximately HK\$24,937,656)
Utilisation rate (approximately)	89.9%	43.9%	24.0%	9.0%

Note 1: The aggregate fees paid to Taiwan NB within the financial year ended 31 December 2023, 2024 and 2025 include value-added tax.

Note 2: The aggregate fees paid to Taiwan NB for the four months ended 30 April 2026 are unaudited and do not include value-added tax.

Annual caps

Pursuant to the terms of the Eastern Home Strategic Cooperation Agreement, the annual cap in respect of the fees payable by Eastern Home to Taiwan NB shall be as follows:

From 1 September 2026 to 31 December 2026	From 1 January 2027 to 31 December 2027	From 1 January 2028 to 31 December 2028	From 1 January 2029 to 31 August 2029
NT\$15,000,000 (equivalent to approximately HK\$3,740,648)	NT\$60,000,000 (equivalent to approximately HK\$14,962,594)	NT\$80,000,000 (equivalent to approximately HK\$19,950,125)	NT\$100,000,000 (equivalent to approximately HK\$24,937,656)

The above annual cap has been arrived at based on the historical transaction amount in respect of the sale proceeds under the Previous Eastern Home Franchise Agreement.

D. Eastern Global Sale Agreement

On 12 June 2026, Taiwan NB entered into the Eastern Global Sale Agreement with Eastern Global. The major terms of the Eastern Global Sale Agreement are as follows:

Date	12 June 2026
Parties	(1) Taiwan NB; and (2) Eastern Global
Subject matter	A sales and procurement framework had been established between Taiwan NB and Eastern Global, whereby Taiwan NB may from time to time sell and Eastern Global may from time to time make wholesale purchase of Taiwan NB products such as health supplements, skin-care products and cosmetic products.
Pricing	(1) At 20% to 50% of the relevant retail price; and (2) for OEM and ODM products, the price shall be determined based on product type, quantity and cost, at a gross profit margin of 20% to 60%.
Condition	The Eastern Global Sale Agreement shall only become effective upon the Company having obtained approval of the Independent Shareholders in accordance with the Listing Rules.
Term	From 1 September 2026 to 31 August 2029.

Basis of determination of pricing terms

The parties determined the pricing term based on the wholesale market prices for similar products and in similar quantities. Since the pricing under the Eastern Global Sale Agreement is in line with the said wholesale market prices, the Directors (excluding the independent non-executive Directors, whose views will be set out in a letter from the Independent Board Committee to be included in the Circular) consider that it is no less favourable than that offered by Independent Third Parties. As such, the Directors consider the pricing term under the Eastern Global Sale Agreement to be fair and reasonable and in the interests of the Company and the Independent Shareholders as a whole.

Historical transaction amount

Taiwan NB signed the Previous Eastern Global Sale Agreement with Eastern Global on 12 May 2023, which is expiring on 31 August 2026, with terms similar to the Eastern Global Sale Agreement.

The aggregate fees paid to Taiwan NB under the Previous Eastern Global Sale Agreement up to 30 April 2026 are as follows:

Year/period	From 1 September 2023 to 31 December 2023 <i>(Note 1)</i>	From 1 January 2024 to 31 December 2024 <i>(Note 1)</i>	From 1 January 2025 to 31 December 2025 <i>(Note 1)</i>	From 1 January 2026 to 30 April 2026 <i>(Note 2)</i>
Historical transaction amount	Nil	NT\$4,843,283 (equivalent to approximately HK\$1,207,801)	NT\$1,735,174 (equivalent to approximately HK\$432,712)	Nil
Historical annual cap	NT\$20,000,000 (equivalent to approximately HK\$4,987,531)	NT\$80,000,000 (equivalent to approximately HK\$19,950,125)	NT\$150,000,000 (equivalent to approximately HK\$37,406,484)	NT\$200,000,000 (equivalent to approximately HK\$49,875,312)
Utilisation rate (approximately)	0%	6.1%	1.2%	0%

Note 1: The aggregate fees paid to Taiwan NB within the financial year ended 31 December 2023, 2024 and 2025 include value-added tax.

Note 2: The aggregate fees paid to Taiwan NB for the four months ended 30 April 2026 are unaudited and do not include value-added tax.

Annual Cap

Pursuant to the terms of the Eastern Global Sale Agreement, the annual cap in respect of the fees payable by Eastern Global to Taiwan NB shall be as follows:

From 1 September 2026 to 31 December 2026	From 1 January 2027 to 31 December 2027	From 1 January 2028 to 31 December 2028	From 1 January 2029 to 31 August 2029
NT\$10,000,000 (equivalent to approximately HK\$2,493,766)	NT\$50,000,000 (equivalent to approximately HK\$12,468,828)	NT\$80,000,000 (equivalent to approximately HK\$19,950,125)	NT\$100,000,000 (equivalent to approximately HK\$24,937,656)

The above annual cap has been arrived at based on the following factors:

- (i) the historical amount of purchase made by Eastern Global under the Previous Eastern Global Sale Agreement;
- (ii) the projected amount of purchase to be made by Eastern Global under the Eastern Global Sale Agreement; and
- (iii) the changes in the price of the products to be purchased.

E. ET New Retail Consignment Agreement

On 12 June 2026, Taiwan NB entered into the ET New Retail Consignment Agreement with ET New Retail in respect of (a) product sales and (b) cost sharing in relation to the sales of products. The major terms of the ET New Retail Consignment Agreement are as follows:

Date	12 June 2026
Parties	(1) Taiwan NB; and (2) ET New Retail

Subject matter

a. ET New Retail Product Sales

Taiwan NB agreed to sell to ET New Retail certain products (the “**ET New Retail Target Products**”) supplied by Taiwan NB for ET New Retail to sell through its distribution channels. Taiwan NB shall authorise ET New Retail to sell the ET New Retail Target Products to end customers and to use related promotional materials for such purpose (“**ET New Retail Products Consignment**”).

ET New Retail shall be responsible for marketing and selling the ET New Retail Target Products to end customers through its own distribution channels or third party distribution channels.

b. ET New Retail Cost Sharing

Taiwan NB shall be responsible for the costs in relation to the sale of the ET New Retail Products Consignment to end customers, including the costs associated with the marketing, transportation and programme production (“**ET New Retail Cost Sharing**”).

Pricing terms

a. ET New Retail Product Sales

The price of the ET New Retail Target Products sold by Taiwan NB to ET New Retail shall be (i) at 10% to 50% of their retail price; provided that if other similar channels offer a price lower than 10% of the retail price, the price shall be adjusted to match such other channels; and (ii) for OEM or ODM products, at a gross profit margin of 20% to 60%.

b. ET New Retail Cost Sharing

Taiwan NB shall pay a sale commission at 2% of the internet sale proceeds during the month to ET New Retail. Taiwan NB shall additionally pay a marketing sponsorship fee at 3% of the amount of relevant sale proceeds after deducting sales returns for such ET New Retail Target Products sold during the month.

Condition

The ET New Retail Consignment Agreement shall only become effective upon the Company having obtained approval of the Independent Shareholders in accordance with the Listing Rules.

Term

From 1 September 2026 to 31 August 2029.

Basis of determination of pricing terms

The parties determined the pricing terms in respect of ET New Retail Product Sales and ET New Retail Cost Sharing as follows:

- (i) In respect of ET New Retail Product Sales, based on the wholesale market prices for similar products and in similar quantities offered by Independent Third Parties; and
- (ii) In respect of ET New Retail Cost Sharing, the parties agreed a list of business expenses to be included as part of costs in relation to the sale of the ET New Retail Products Consignment and the pricing of each business expense. The pricing of each of the business expenses is based on the market level of cost associated with similar products consignment agreements.

The Directors (excluding the independent non-executive Directors, whose views will be set out in a letter from the Independent Board Committee to be included in the Circular) take the view that the pricing terms for each of ET New Retail Product Sales and ET New Retail Cost Sharing under the ET New Retail Consignment Agreement are in line with the said wholesale market prices, and thus consider that the pricing terms are no less favourable than that offered by Independent Third Parties. As such, the Directors consider the pricing terms under the ET New Retail Consignment Agreement to be fair and reasonable and in the interests of the Company and the Independent Shareholders as a whole.

Historical transaction amount

Taiwan NB signed the Previous ET New Retail Consignment Agreement with ET New Retail on 12 May 2023, which is expiring on 31 August 2026, with terms similar to the ET New Retail Consignment Agreement.

The aggregate fees paid by and paid to Taiwan NB under the Previous ET New Retail Consignment Agreement in respect of the ET New Retail Products Consignment, ET New Retail Cost Sharing up to 30 April 2026 are as follows:

	From 1 September 2023 to 31 December 2023 <i>(Note 1)</i>	From 1 January 2024 to 31 December 2024 <i>(Note 1)</i>	From 1 January 2025 to 31 December 2025 <i>(Note 1)</i>	From 1 January 2026 to 30 April 2026 <i>(Note 2)</i>
ET New Retail Products Consignment				
Historical transaction amount	NT\$534,881 (equivalent to approximately HK\$133,387)	NT\$2,587,262 (equivalent to approximately HK\$645,202)	NT\$410,293 (equivalent to approximately HK\$102,317)	NT\$69,709 (equivalent to approximately HK\$17,384)
Historical annual cap	NT\$20,000,000 (equivalent to approximately HK\$4,987,531)	NT\$50,000,000 (equivalent to approximately HK\$12,468,828)	NT\$80,000,000 (equivalent to approximately HK\$19,950,125)	NT\$120,000,000 (equivalent to approximately HK\$29,925,187)
Utilisation rate (approximately)	2.7%	5.2%	0.5%	0.1%

	From 1 September 2023 to 31 December 2023 <i>(Note 1)</i>	From 1 January 2024 to 31 December 2024 <i>(Note 1)</i>	From 1 January 2025 to 31 December 2025 <i>(Note 1)</i>	From 1 January 2026 to 30 April 2026 <i>(Note 2)</i>
ET New Retail Cost Sharing				
Historical transaction amount	NT\$24,604 (equivalent to approximately HK\$6,136)	NT\$247,333 (equivalent to approximately HK\$61,679)	NT\$59,838 (equivalent to approximately HK\$14,922)	NT\$12,495 (equivalent to approximately HK\$3,116)
Historical annual cap	NT\$900,000 (equivalent to approximately HK\$224,439)	NT\$2,300,000 (equivalent to approximately HK\$573,566)	NT\$3,600,000 (equivalent to approximately HK\$897,756)	NT\$5,400,000 (equivalent to approximately HK\$1,346,633)
Utilisation rate (approximately)	2.7%	10.8%	1.7%	0.2%

Note 1: The aggregate fees paid by and paid to Taiwan NB within the financial year ended 31 December 2023, 2024 and 2025 include value-added tax.

Note 2: The aggregate fees paid by and paid to Taiwan NB for the four months ended 30 April 2026 are unaudited and do not include value-added tax.

Annual caps

The annual caps under the Previous ET New Retail Consignment Agreement were determined based on net proceeds of sale of ET New Retail Target Products to end customers from ET New Retail (i.e. sale proceeds from end customers after deduction of commission and costs of sales) (“**ET New Retail Net Proceeds**”).

Pursuant to the terms of the ET New Retail Consignment Agreement, the annual cap in respect of ET New Retail Product Sales (including sales commission) will be determined based on the amount that ET New Retail shall pay to Taiwan NB when ET New Retail made the purchase. Such annual caps in relation to ET New Retail Product Sales, and annual caps relating to the ET New Retail Cost Sharing by Taiwan NB are set out as follows:

	From 1 September 2026 to 31 December 2026	From 1 January 2027 to 31 December 2027	From 1 January 2028 to 31 December 2028	From 1 January 2029 to 31 August 2029
In respect of ET New Retail Product Sales	NT\$20,000,000 (equivalent to approximately HK\$4,987,531)	NT\$50,000,000 (equivalent to approximately HK\$12,468,828)	NT\$80,000,000 (equivalent to approximately HK\$19,950,125)	NT\$120,000,000 (equivalent to approximately HK\$29,925,187)
In respect of ET New Retail Cost Sharing	NT\$900,000 (equivalent to approximately HK\$224,439)	NT\$2,300,000 (equivalent to approximately HK\$573,566)	NT\$3,600,000 (equivalent to approximately HK\$897,756)	NT\$5,400,000 (equivalent to approximately HK\$1,346,633)

The above annual caps have been arrived at based on the following factors:

- (i) the historical transaction amount in respect of the ET New Retail Net Proceeds under the Previous ET New Retail Consignment Agreement;
- (ii) the projected sales of ET New Retail Target Products under the ET New Retail Consignment Agreement; and
- (iii) the projected amount of costs based on the projected sales of ET New Retail Target Products.

F. Strawberry Sale Agreement

On 12 June 2026, NB China entered into the Strawberry Sale Agreement with Strawberry. The major terms of the Strawberry Sale Agreement are as follows:

Date	12 June 2026
Parties	(1) NB China; and (2) Strawberry
Subject matter	A sales and procurement framework had been established between NB China and Strawberry, whereby NB China may from time to time sell and Strawberry may from time to time make wholesale purchase of products from NB China such as food and cosmetic products for on-sale to end customers.
Pricing	(1) At 20% to 50% of the relevant retail price of the products depending on their product attributes; and (2) for OEM and ODM products, the price shall be determined based on product type, quantity and cost, at a gross profit margin of 10% to 50%.
Condition	The Strawberry Sale Agreement shall only become effective upon the Company having obtained approval of the Independent Shareholders in accordance with the Listing Rules.
Term	From 1 September 2026 to 31 August 2029.

Basis of determination of pricing terms

The parties determined the pricing term based on the wholesale market prices for similar products and in similar quantities. Since the pricing under the Strawberry Sale Agreement is in line with the said wholesale market prices, the Directors (excluding the independent non-executive Directors, whose views will be set out in a letter from the Independent Board Committee to be included in the Circular) consider that it is no less favourable than that offered by Independent Third Parties. As such, the Directors consider the pricing term under the Strawberry Sale Agreement to be fair and reasonable and in the interests of the Company and the Independent Shareholders as a whole.

Historical transaction amount

NB China signed the Previous Strawberry Sale Agreement with Strawberry on 13 May 2023, which is expiring on 31 August 2026, with terms similar to the Strawberry Sale Agreement.

The aggregate fees paid to NB China under the Previous Strawberry Sale Agreement up to 30 April 2026 are as follows:

Year/period	From 1 September 2023 to 31 December 2023 <i>(Note 1)</i>	From 1 January 2024 to 31 December 2024 <i>(Note 1)</i>	From 1 January 2025 to 31 December 2025 <i>(Note 1)</i>	From 1 January 2026 to 30 April 2026 <i>(Note 2)</i>
Historical transaction amount	Nil	Nil	HK\$2,026,258	Nil
Historical annual cap	HK\$40,000,000	HK\$60,000,000	HK\$80,000,000	HK\$100,000,000
Utilisation rate (approximately)	0%	0%	2.5%	0%

Note 1: The aggregate fees paid to NB China within the financial year ended 31 December 2023, 2024 and 2025 include value-added tax.

Note 2: The aggregate fees paid to NB China for the four months ended 30 April 2026 are unaudited and do not include value-added tax.

Annual Cap

Pursuant to the terms of the Strawberry Sale Agreement, the annual cap in respect of the fees payable by Strawberry to NB China shall be as follows:

From 1 September 2026 to 31 December 2026	From 1 January 2027 to 31 December 2027	From 1 January 2028 to 31 December 2028	From 1 January 2029 to 31 August 2029
HK\$40,000,000	HK\$60,000,000	HK\$80,000,000	HK\$100,000,000

The above annual cap has been arrived at based on the following factors:

- (i) the historical amount of purchase made by Strawberry under the Previous Strawberry Sale Agreement;
- (ii) the projected amount of purchase to be made by Strawberry under the Strawberry Sale Agreement; and
- (iii) the changes in the price of the products to be purchased.

G. Eastern Home Procurement Agreement

On 12 June 2026, in addition to Eastern Home Product Supply Agreement and the Eastern Home Strategic Cooperation Agreement, Taiwan NB had also entered into the Eastern Home Procurement Agreement with Eastern Home. The major terms of the Eastern Home Procurement Agreement are as follows:

Date	12 June 2026
Parties	(1) Taiwan NB; and (2) Eastern Home

Subject matter	A sales and procurement framework had been established between Taiwan NB and Eastern Home, whereby Eastern Home may from time to time sell and Taiwan NB may from time to time make wholesale purchase of products such as health supplements, commodities and food from Eastern Home for on-sale at its franchised/self-owned spas, medical cosmetology centers and counters.
Pricing	(1) At 20% to 50% of the relevant retail price, depending on the distribution channel and product attributes; or (2) depending on the product type, the price shall be determined based on quantity and cost, at a gross profit margin of 10% to 30%.
Condition	The Eastern Home Procurement Agreement shall only become effective upon the Company having obtained approval of the Independent Shareholders in accordance with the Listing Rules.
Term	From 1 September 2026 to 31 August 2029.

Basis of determination of pricing term

The parties determined the pricing term based on wholesale market prices for similar products and in similar quantities offered by Independent Third Parties. Since the pricing under the Eastern Home Procurement Agreement is in line with market level, the Directors (excluding the independent non-executive Directors, whose views will be set out in a letter from the Independent Board Committee to be included in the Circular) consider that it is no less favourable than that offered by Independent Third Parties. As such, the Directors consider the pricing term under the Eastern Home Procurement Agreement to be fair and reasonable and in the interests of the Company and the Independent Shareholders as a whole.

Historical transaction amount

Taiwan NB signed the Previous Eastern Home Procurement Agreement with Eastern Home on 13 May 2023, which is expiring on 31 August 2026, with terms similar to the Eastern Home Procurement Agreement.

The aggregate fees paid by Taiwan NB to Eastern Home under the Previous Eastern Home Procurement Agreement up to 30 April 2026 are as follows:

Year/period	From 1 September 2023 to 31 December 2023 <i>(Note 1)</i>	From 1 January 2024 to 31 December 2024 <i>(Note 1)</i>	From 1 January 2025 to 31 December 2025 <i>(Note 1)</i>	From 1 January 2026 to 30 April 2026 <i>(Note 2)</i>
Historical transaction amount	NT\$204,516 (equivalent to approximately HK\$51,001)	NT\$2,458,632 (equivalent to approximately HK\$613,125)	NT\$671,955 (equivalent to approximately HK\$167,570)	NT\$277,347 (equivalent to approximately HK\$69,164)
Historical annual cap	NT\$15,000,000 (equivalent to approximately HK\$3,740,648)	NT\$50,000,000 (equivalent to approximately HK\$12,468,828)	NT\$100,000,000 (equivalent to approximately HK\$24,937,656)	NT\$150,000,000 (equivalent to approximately HK\$37,406,484)
Utilisation rate (approximately)	1.4%	4.9%	0.7%	0.2%

Note 1: The aggregate fees paid to Eastern Home within the financial year ended 31 December 2023, 2024 and 2025 include value-added tax.

Note 2: The aggregate fees paid to Eastern Home for the four months ended 30 April 2026 are unaudited and do not include value-added tax.

Annual Cap

Pursuant to the terms of the Eastern Home Procurement Agreement, the annual cap in respect of the fees payable by Taiwan NB to Eastern Home shall be as follows:

From 1 September 2026 to 31 December 2026	From 1 January 2027 to 31 December 2027	From 1 January 2028 to 31 December 2028	From 1 January 2029 to 31 August 2029
NT\$10,000,000 (equivalent to approximately HK\$2,493,766)	NT\$20,000,000 (equivalent to approximately HK\$4,987,531)	NT\$30,000,000 (equivalent to approximately HK\$7,481,297)	NT\$50,000,000 (equivalent to approximately HK\$12,468,828)

The above annual cap has been arrived at based on the projected amount of purchase to be made by Taiwan NB under the Eastern Home Procurement Agreement.

III. INFORMATION ON THE PARTIES

A. Information on the Group

The Group

The Company is listed on the Main Board of the Stock Exchange. The Group is principally engaged in (a) manufacturing and selling of skin care, beauty and aromatherapeutic products, health supplements, make-up products and beauty apparatus and (b) provision of skin treatments, beauty and spa services, medical cosmetology services, skin care consulting and beauty training.

Taiwan NB

Taiwan NB is a company incorporated in Taiwan with limited liability. It is principally engaged in production and sales of skin care and beauty products.

Taiwan NB has entered into the ET New Media Cooperation Agreement with ET New Media; the Eastern Home Product Supply Agreement, the Eastern Home Strategic Cooperation Agreement and the Eastern Home Procurement Agreement with Eastern Home; the Eastern Global Sale Agreement with Eastern Global; and the ET New Retail Consignment Agreement with ET New Retail, respectively.

NB China

NB China is a company incorporated in Hong Kong with limited liability. It is principally engaged in investment holding and wholesale and retailing of cosmetic products.

NB China has entered into the Strawberry Sale Agreement with Strawberry.

B. Information on the Connected Persons

ET New Media

ET New Media is a company incorporated in Taiwan with limited liability. It is principally engaged in operation of internet news outlet, sale of advertising, and audio-video production. It is the first news, media and communication networks in Taiwan.

As at the date of this announcement, ET New Media is a direct non-wholly owned subsidiary of EMI. Since EMI is the 100% shareholder of FESS and FESS is a controlling shareholder of the Company, ET New Media is a connected person of the Company for the purposes of the Listing Rules and the transactions contemplated under the ET New Media Cooperation Agreement constitute continuing connected transactions of the Company.

Eastern Home

Eastern Home is a company incorporated in Taiwan with limited liability. It is principally engaged in distribution of goods through TV shopping and e-commerce in Taiwan. It is the first TV shopping company in Taiwan.

As at the date of this announcement, Eastern Home is owned, directly or indirectly, as to approximately 25.87% by EMI; ultimately owned as to approximately 52.71% by individuals named Ms. Wang Yi-Xin (王藝馨), Ms. Wang Ci-Yin (王辭茵), Ms. Wang Ci-Han (王辭涵) and Mr. Wang Ci-Hua (王辭華), who are all Independent Third Parties; and owned as to 21.42% by 147 minority shareholders, none of which individually control more than 5% of the beneficial ownership of Eastern Home.

For the year ended 31 December 2018, Eastern Home was accounted for and consolidated in the audited consolidated accounts of EMI as a subsidiary thereof since EMI could during the relevant time, directly or indirectly, control the composition of a majority of the board of directors of Eastern Home. Since 1 January 2019, EMI can no longer directly or indirectly control the composition of a majority of the board of directors of Eastern Home, and since then Eastern Home has not been and will not be accounted for and consolidated in the audited consolidated accounts of EMI as a subsidiary.

However, given that (a) EMI is holding, directly or indirectly, altogether approximately 25.87% of the shareholding in Eastern Home, (b) the vice president of Eastern Home, namely Mr. Liao Shang-Wen, is also the chairperson of EMI, (c) FESS is a controlling shareholder of the Company, and EMI is the 100% shareholder of FESS, (d) the president of Eastern Home, namely Mr. Chao Shih Heng, is the sole ultimate beneficial owner of Insbro which is holding 22.76% of the issued Shares, (e) the finance vice president of Eastern Home, namely Ms. Lin Shu-Hua, is also a non-executive Director of the Company; and (f) the Eastern Home Product Supply Agreement, the Eastern Home Strategic Cooperation Agreement and the Eastern Home Procurement Agreement have been entered into on the same date as the other transactions disclosed in this announcement, the Directors consider that it is appropriate to voluntarily treat Eastern Home as a connected person of the Company and to comply with Chapter 14A of the Listing Rules accordingly. As such, the transactions contemplated under the Eastern Home Product Supply Agreement, the Eastern Home Strategic Cooperation Agreement and the Eastern Home Procurement Agreement shall constitute continuing connected transactions of the Company.

Eastern Global

Eastern Global is a company incorporated in Taiwan with limited liability. It is principally engaged in wholesale and retailing of various goods.

As at the date of this announcement, Eastern Global is owned and controlled by individuals named Ms. Wang Yi-Xin (王藝馨), Ms. Wang Ci-Yin (王辭茵), Ms. Wang Ci-Han (王辭涵) and Mr. Wang Ci-Hua (王辭華), who are all Independent Third Parties, through Eastern Health Living Limited Company* (東森健康生活股份有限公司) (as to 45%), Xinkai Media Limited Company* (鑫凱傳播事業股份有限公司) (as to 35%), Yuanshun Co., Limited* (元順股份有限公司) (as to 5%), Hengtong Co., Limited* (亨通股份有限公司) (as to 5%), LiAn Co., Limited* (利安股份有限公司) (as to 5%) and Zhengzhe Co., Limited* (正喆股份有限公司) (as to 5%). To the best of the Directors' knowledge, information and belief having made all reasonable enquiry, each of Eastern Global and its ultimate beneficial owners is an Independent Third Party. However, given that (a) one member of the board of directors and the vice-president of Eastern Global, namely Mr. Chao Shih Heng, is the sole ultimate beneficial owner of Insbro which is holding 22.76% of the issued Shares, and (b) the Eastern Global Sale Agreement has been entered into on the same date as the other transactions disclosed in this announcement, the Directors consider that it is appropriate to voluntarily treat Eastern Global as a connected person of the Company and to comply with Chapter 14A of the Listing Rules accordingly. As such, the transactions contemplated under the Eastern Global Sale Agreement shall constitute continuing connected transactions of the Company.

ET New Retail

ET New Retail is a company incorporated in Taiwan with limited liability. It is principally engaged in distribution of goods through e-commerce in Taiwan.

ET New Retail is a wholly-owned subsidiary of Eastern Home. As disclosed in this announcement, the Directors consider that it is appropriate to voluntarily treat Eastern Home as a connected person of the Company. As such, the Directors consider that it is also appropriate to voluntarily treat ET New Retail as a connected person of the Company and to comply with Chapter 14A of the Listing Rules. Accordingly, the transactions contemplated under the ET New Retail Consignment Agreement shall constitute continuing connected transactions of the Company.

Strawberry

Strawberry is a company incorporated in Hong Kong with limited liability. It is principally engaged in sale of internationally renowned skin care and beauty products through internet.

As disclosed in this announcement, the Directors consider that it is appropriate to voluntarily treat Eastern Home as a connected person of the Company. As at the date of this announcement, (a) Strawberry is a direct wholly owned subsidiary of Eastern Home and (b) Strawberry Sale Agreement was entered into on the same date as the other transactions disclosed in this announcement, the Directors consider that it is appropriate to voluntarily treat Strawberry as a connected person of the Company and to comply with Chapter 14A of the Listing Rules accordingly. As such, the transactions contemplated under the Strawberry Sale Agreement shall constitute continuing connected transactions of the Company.

IV. INTERNAL CONTROL MEASURES

In respect of each of the continuing connected transactions as contemplated thereunder the CCT Agreements, the Group shall procure the connected persons to enter into sales orders/purchase contracts and/or agreements (refer to as “**order**” or “**sales or procurement contracts**” in general hereinafter, where appropriate). To ensure that the terms of each of the sale or procurement contracts (both revenue and expense in nature) proposed to be entered into by the Group are fair and reasonable and are on normal commercial terms so far as the Independent Shareholders are concerned, the Group had adopted and will continue to implement the following internal control procedures and corporate governance measures:

- (i) The account department of the Group will, before the Group enters into any individual sales and procurement contract, first obtain quotations and other key terms for providing products and services of similar level and types from at least two Independent Third Parties for reference in relation to market prices and terms. The relevant operational team of the Group will then compare the quotations and terms obtained with the terms of existing sale or procurement contracts or agreements entered into by the Group with Independent Third Parties (if any). The Group will also evaluate the quotations and terms obtained against the terms of such existing sale or procurement contracts or agreements and will take into account the Group’s own judgment based on its experience and knowledge of current market conditions;
- (ii) Once the operational team is satisfied that the quotation and terms obtained from the aforesaid two Independent Third Parties are at prevailing market prices and terms, the relevant operational team of the Group will then review and evaluate the prices and terms proposed to be offered by/to the connected persons to/by the Group and compare such prices and terms with that obtained from the Independent Third Parties;
- (iii) The chief executive officer of the Company shall be responsible for approving the individual sales or procurement contract to ensure that the price and terms as agreed are fair and reasonable and no less favourable than those offered by Independent Third Parties or no more favourable than those offered to Independent Third Parties and in accordance with the CCT Agreements and the pricing policies of the Company through the above-mentioned process;

- (iv) The internal accounting department of the Company shall be responsible for reviewing and assessing quarterly the internal control procedures of the Group, including but not limited to the relevant information in relation to the CCT Agreements. In addition, the internal accounting department shall prepare a quarterly internal control report, which specifies the aggregate transaction amounts of the CCT Agreements incurred in that quarter, and shall submit such report to the chief financial officer of the Company for review before further passing it to the audit committee of the Company for its review. If and when the chief financial officer of the Company or the audit committee of the Company becomes aware of any signs of deficiency in the internal control system or that the actual aggregate transaction amount of any transaction under the CCT Agreements will soon exceed its annual cap for the relevant quarter, he/she/it shall ensure that appropriate internal control procedures would be taken and no further transactions in respect of that particular transaction shall be carried out for the remainder of the contract terms;
- (v) The auditors of the Group will conduct annual review on the pricing and the annual caps of the transactions contemplated under each of the CCT Agreements;
- (vi) The internal audit department of the Group will conduct annual review on the pricing and the annual caps of the transactions contemplated under each of the CCT Agreements; and
- (vii) The independent non-executive Directors will conduct an annual review of each of the CCT Agreements to ensure that the transactions contemplated thereunder respectively are fair and reasonable and in the interests of the Company and its Shareholders as a whole.

The Group will continue to adopt and implement such internal procedures and corporate governance measures for all ongoing and proposed continuing connected transactions of the Company in order to ensure that the pricing mechanism and terms of the transactions, whether it relates to sales or procurement, are fair and reasonable and no less favourable than the terms provided by any Independent Third Parties, so as to ensure that they serve the interests of the Company and its Shareholders as a whole.

By implementing such internal control measures and procedures, the Directors (including the independent non-executive Directors) consider that the Company has sufficient internal control measures and procedures to ensure that the transactions contemplated under each of the CCT Agreements will be on normal commercial terms and no less favourable to the Group than that available from Independent Third Parties.

V. REASONS FOR AND BENEFITS OF THE CONTINUING CONNECTED TRANSACTIONS

FESS became a controlling shareholder of the Company on 2 October 2018. EMI, the 100% shareholder of FESS, is an investment holding company holding interests in various companies focusing on media, virtual retail, real estate, and entertainment content production in Taiwan. To the best knowledge of the Directors, EMI is desirous to utilise the network and resources of its subsidiaries or associated companies to accelerate the expansion of the Group's business and to improve the financial performance of the Group.

As the Directors consider that the cooperation between the Group and ET New Media, Eastern Home, Eastern Global, ET New Retail and Strawberry under the Previous CCT Agreements has been satisfactory, and in view of the strategic cooperation relationship with the EMI Group, the Directors intend to continue and strengthen the existing cooperation between the Group with the above parties by entering into the CCT Agreements for the purpose of either (a) extending the contractual term; (b) adjusting the annual caps; (c) fine-tuning certain contract terms and/or (d) expanding the scope of business cooperation.

Specifically, the Directors take the view that:

- (1) The ET New Media Cooperation Agreement provides a framework to promote the "Natural Beauty" brand and products by utilising the marketing expertise of ET New Media. Therefore, the renewal of the agreement represents an opportunity to the Group to further enhance brand awareness and increase sales.
- (2) Both the Eastern Home Product Supply Agreement and the ET New Retail Consignment Agreement provide a framework to (a) allow the Group to sell "Natural Beauty" products via the well-established sales channels of Eastern Home and ET New Retail, and (b) increase the exposure of the "Natural Beauty" brand and products by leveraging on the extensive sales channels operated by Eastern Home and ET New Retail. Therefore, the renewal of the agreements represents an opportunity to the Group to continue expand its business and increase and diversify sales.
- (3) The renewal of the Eastern Home Strategic Cooperation Agreement will provide the Group with an additional distribution channel of the Group's products by authorising Eastern Home to set up spas in Taiwan under the brand name "Natural Beauty" and present an opportunity for the Group to promote its brand and increase sales.
- (4) The renewal of each of the Eastern Global Sale Agreement and Strawberry Sale Agreement will continue to provide the Group with an additional distribution channel of the Group's products and hence an opportunity to increase sales.

- (5) The renewal of the Eastern Home Procurement Agreement provides a framework for the Group to procure products such as health supplements, skin-care products and cosmetic products for sale at its franchised/self-owned spas, medical cosmetology centers and counters, and hence an opportunity to increase sales.

The Directors (excluding the independent non-executive Directors, whose views will be set out in the letter from the Independent Board Committee to be included in the circular to be despatched to the Shareholders) consider the terms of each of the CCT Agreements had been negotiated and arrived at on an arms-length basis, on normal commercial terms or better, and are in the ordinary and usual course of business of the Group, and hence consider the terms of the continuing connected transactions as contemplated under the CCT Agreements are fair and reasonable and in the interests of the Shareholders as a whole.

VI. LISTING RULES IMPLICATIONS

The transactions contemplated under each of the CCT Agreements constitute continuing connected transactions of the Company under Chapter 14A of the Listing Rules.

Since (a) ET New Media, Eastern Home, Eastern Global, ET New Retail and Strawberry are connected with one another through FESS, a controlling shareholder of the Company, and/or Insbro, a substantial shareholder of the Company, and (b) as the highest applicable percentage ratio in respect of the aggregate of highest combined annual caps of each of the CCT Agreements exceeds 5% and the aggregate consideration is more than HK\$10,000,000, the entering into of the CCT Agreements is subject to the reporting, announcement, Independent Shareholders' approval and annual review requirements under Chapter 14A of the Listing Rules.

Dr. Lei Chien, Ms. Lin Yen-Ling, Ms. Lin Shu-Hua and Ms. Chou Hui-Ying are Directors nominated by EMI and therefore are considered to have a material interest in the CCT Agreements and the transactions contemplated respectively thereunder. As such, each of Dr. Lei Chien, Ms. Lin Yen-Ling, Ms. Lin Shu-Hua and Ms. Chou Hui-Ying abstained from voting on the relevant board resolutions approving the CCT Agreements and the transactions contemplated respectively thereunder. Save as disclosed above, no other Directors have or are considered to have a material interest in the CCT Agreements and the transactions contemplated respectively thereunder, nor are they required to abstain from voting on the relevant board resolutions approving the CCT Agreements and the transactions contemplated respectively thereunder.

Since the Directors consider that the transactions contemplated under the CCT Agreements are of revenue in nature and in the ordinary and usual course of business of the Group, such transactions do not fall under the definition of “transaction” under Chapter 14 of the Listing Rules and are not subject to the requirements under Chapter 14 the Listing Rules.

VII. GENERAL

The Company will convene an EGM during which an ordinary resolution will be proposed to the Independent Shareholders to approve the CCT Agreements and the transactions contemplated thereunder including the proposed annual caps for the respective transactions. To the best of the Directors’ knowledge, information and belief having made all reasonable enquiry, other than FESS and Insbro, no other Shareholder will be required to abstain from voting on the resolutions approving the CCT Agreements and the transactions contemplated thereunder at the EGM.

The Independent Board Committee comprising all the independent non-executive Directors has been established to consider approving the CCT Agreements and to advise and make recommendations to the Independent Shareholders as to how to vote at the EGM on the resolutions in relation to the CCT Agreements. No member of the Independent Board Committee has any material interest in the CCT Agreements and the transactions contemplated thereunder.

Lego has been appointed as the Independent Financial Adviser in accordance with the Listing Rules to advise the Independent Board Committee and Independent Shareholders as to whether the terms of the CCT Agreements are fair and reasonable and whether the terms of the CCT Agreements are on normal commercial terms, in the ordinary and usual course of business of the Company and in the interests of the Company and the Shareholders as a whole, and how to vote on the CCT Agreements and the transactions contemplated thereunder.

A circular containing, among others, details of the CCT Agreements and the transactions contemplated thereunder, the advice from the Independent Board Committee and the advice from the Independent Financial Adviser to the Independent Board Committee and Independent Shareholders, together with the notice convening the EGM, is expected to be despatched to the Shareholders on or before 6 July 2026.

VIII. DEFINITIONS

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

“associate(s)”	has the meaning ascribed to it under the Listing Rules
“Board”	the board of Directors of the Company
“CCT Agreements”	comprising each of (a) ET New Media Cooperation Agreement; (b) Eastern Home Product Supply Agreement; (c) Eastern Home Strategic Cooperation Agreement; (d) Eastern Global Sale Agreement; (e) ET New Retail Consignment Agreement; (f) Strawberry Sale Agreement; and (g) Eastern Home Procurement Agreement
“Circular”	a circular to be despatched to the Shareholders on or before 6 July 2026 containing, among other things, (i) further details of the CCT Agreements and (ii) the respective advice of the Independent Financial Adviser and the Independent Board Committee
“Company”	Natural Beauty Bio-Technology Limited (自然美生物科技有限公司), a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the Main Board of the Stock Exchange
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“controlling shareholder”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	the director(s) of the Company
“Eastern Global”	Eastern Global Business Co., Ltd. (東森全球事業股份有限公司), formerly known as Eastern Tenmax Direct Co., Ltd. (東森天美仕直銷股份有限公司), a company incorporated in Taiwan with limited liability

“Eastern Global Sale Agreement”	the product sale agreement dated 12 June 2026 entered into between Taiwan NB and Eastern Global
“Eastern Home”	Eastern Home Shopping & Leisure Co., Ltd. (東森得易購股份有限公司), a company incorporated in Taiwan with limited liability
“Eastern Home Procurement Agreement”	the product procurement agreement dated 12 June 2026 entered into between Taiwan NB and Eastern Home
“Eastern Home Product Supply Agreement”	the product supply agreement dated 12 June 2026 entered into between Taiwan NB and Eastern Home
“Eastern Home Strategic Cooperation Agreement”	the strategic cooperation agreement dated 12 June 2026 entered into between Taiwan NB and Eastern Home
“EMI”	Eastern Media International Corporation (東森國際股份有限公司), a company incorporated in Taiwan whose shares are listed on the Taiwan Stock Exchange
“EMI Group”	EMI and its associates, but excluding the Group for the purpose of this announcement
“ET New Media”	ET New Media Holding Limited Company (東森新媒體控股股份有限公司), a company incorporated in Taiwan with limited liability
“ET New Media Cooperation Agreement”	the project cooperation agreement dated 12 June 2026 entered into between Taiwan NB and ET New Media
“ET New Retail”	Eastern New Retail Department Store Company Limited (東森新零售百貨股份有限公司), a company incorporated in Taiwan with limited liability
“ET New Retail Consignment Agreement”	the goods consignment agreement dated 12 June 2026 entered into between Taiwan NB and ET New Retail

“FESS”	Far Eastern Silo & Shipping (Panama) S.A. (遠東倉儲航運(巴拿馬)股份有限公司), a company incorporated in Panama with limited liability
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong Dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Independent Board Committee”	the independent board committee of the Board, comprising all the independent non-executive Directors, established for the purpose of advising the Independent Shareholders on the terms of the CCT Agreements and the transactions contemplated thereunder
“Independent Financial Adviser” or “Lego”	Lego Corporate Finance Limited, a corporation licensed under the SFO to carry out Type 6 (advising on corporate finance) regulated activities as defined in the SFO, being the independent financial adviser to the Independent Board Committee and the Independent Shareholders to advise on the terms of the CCT Agreements and the transactions contemplated thereunder
“Independent Shareholders”	any Shareholder(s) other than the controlling shareholders and their associates and who are not required to abstain from voting at the EGM under the Listing Rules
“Independent Third Party”	a third party independent of the Company and connected persons of the Company
“Insbro”	Insbro Holdings Limited (保經控股有限公司), a company incorporated in Hong Kong with limited liability
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange

“NB China”	Natural Beauty China Holding Company Limited (自然美中國控股有限公司), a company incorporated in Hong Kong with limited liability
“NT\$”	New Taiwan Dollar(s), the lawful currency of Taiwan
“ODM”	original design manufacturing
“OEM”	original equipment manufacturing
“PRC”	the People’s Republic of China excluding, for the purpose of this announcement, Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“Previous CCT Agreements”	comprising each of (a) the Previous Eastern Global Sale Agreement; (b) the Previous Eastern Home Consignment Agreement; (c) the Previous Eastern Home Franchise Agreement; (d) the Previous ET New Media Cooperation Agreement; (e) the Previous ET New Retail Consignment Agreement; (f) the Previous Strawberry Sale Agreement; and (g) the Previous Eastern Home Procurement Agreement
“Previous Eastern Global Sale Agreement”	the products sale agreement dated 12 May 2023, with terms similar to the Eastern Global Sale Agreement, which is expiring on 31 August 2026
“Previous Eastern Home Consignment Agreement”	the product consignment agreement dated 12 May 2023 entered into between Taiwan NB and Eastern Home with terms similar to the Eastern Home Product Supply Agreement, which is expiring on 31 August 2026
“Previous Eastern Home Franchise Agreement”	the franchise agreement dated 12 May 2023 entered into between Taiwan NB and Eastern Home with terms similar to the Eastern Home Strategic Cooperation Agreement, which is expiring on 31 August 2026

“Previous Eastern Home Procurement Agreement”	the procurement agreement dated 12 May 2023 entered into between Taiwan NB and Eastern Home with terms similar to the Eastern Home Procurement Agreement, which is expiring on 31 August 2026
“Previous ET New Media Cooperation Agreement”	the project cooperation agreement dated 12 May 2023 entered into between Taiwan NB and ET New Media with terms similar to the ET New Media Cooperation Agreement, which is expiring on 31 August 2026
“Previous ET New Retail Consignment Agreement”	the products consignment agreement dated 12 May 2023 entered into between Taiwan NB and ET New Retail with terms similar to the ET New Retail Consignment Agreement, which is expiring on 31 August 2026
“Previous Strawberry Sale Agreement”	the products sale agreement dated 12 May 2023 entered into between NB China and Strawberry with terms similar to the Strawberry Sale Agreement, which is expiring on 31 August 2026
“RMB”	Renminbi, the lawful currency in the PRC
“SFO”	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Share(s)”	ordinary share(s) of HK\$0.10 each in the issued share capital of the Company
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Strawberry”	Strawberry Cosmetics (Services) Limited, a company incorporated in Hong Kong with limited liability
“Strawberry Sale Agreement”	the product sale agreement dated 12 June 2026 entered into between NB China and Strawberry

“substantial shareholder(s)”	has the meaning ascribed to it under the Listing Rules
“Taiwan”	Republic of China (Taiwan)
“Taiwan NB”	Natural Beauty Bio-Technology Company Limited (自然美生物科技股份有限公司), a company incorporated in Taiwan with limited liability
“Taiwan Stock Exchange”	Taiwan Stock Exchange Corporation

By order of the Board
Natural Beauty Bio-Technology Limited
LEI Chien
Chairperson

Hong Kong, 12 June 2026

As at the date of this announcement, the Board comprises Dr. Lei Chien and Ms. Lin Yen-Ling as executive directors; Ms. Lin Shu-Hua, Mr. Chen Shou-Huang, and Ms. Chou Hui-Ying as non-executive directors; and Mr. Lin Tsalm-Hsiang, Mr. Yang Shih-Chien, and Mr. Duh Tyzz-Jiun as independent non-executive directors.

Unless otherwise indicated, the exchange rate of HK\$1.00 to NT\$4.01 used in this announcement are for illustration purposes only and do not constitute a representation that any amount has been, could have been or may be converted at such or any other rates at all.