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**ADICON Holdings Limited**

**艾迪康控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 9860)**

## **CHANGE OF COMPLIANCE ADVISER**

This announcement is made by ADICON Holdings Limited (the “**Company**”) pursuant to Rules 3A.29 and 13.51(6) of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The board (the “**Board**”) of directors (the “**Directors**”) of the Company announces that the Company and Somerley Capital Limited (“**Somerley**”) have mutually agreed to terminate the compliance adviser agreement dated April 22, 2021 entered into between both parties, with effect from June 7, 2024 (the “**Termination**”) due to disagreement on fee adjustment.

Saved as disclosed in this announcement, each of the Board and Somerley has confirmed that, as at the date of this announcement, there are no other matters relating to the Termination that need to be drawn to the attention of the shareholders of the Company and the Stock Exchange.

The Board further announces that Rainbow Capital (HK) Limited (“**Rainbow Capital**”) has been appointed as the new compliance adviser to the Company as required pursuant to Rule 3A.27 of the Listing Rules with effect from June 7, 2024 until, whichever is earlier, (i) the date, pursuant to Rule 3A.19 of the Listing Rules, on which the Company complies with Rule 13.46 of the Listing Rules in respect of its financial results for the first full financial year commencing after the date of its initial listing (being the financial year ended December 31, 2024), or (ii) the compliance adviser’s agreement entered into between the Company and Rainbow Capital is terminated in accordance with its terms.

Rainbow Capital is a licensed corporation permitted to carry out Type 1 (dealing in securities) and Type 6 (advising on corporate finance) regulated activities under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

By order of the Board  
**ADICON Holdings Limited**  
**Ms. YANG Ling**  
*Chairwoman*

Hong Kong, June 7, 2024

*As at the date of this announcement, the Board comprises Mr. GAO Song as executive Director; Ms. YANG Ling, Mr. LIN Jixun, Ms. FENG Janine Junyuan and Mr. ZHOU Mintao as non-executive Directors; and Mr. MI Brian Zihou, Mr. YEH Richard and Mr. ZHANG Wei as independent non-executive Directors.*