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## **THEME INTERNATIONAL HOLDINGS LIMITED**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 990)**

### **RESULTS OF THE RIGHTS ISSUE ON THE BASIS OF ONE (1) RIGHTS SHARE FOR EVERY TWO (2) EXISTING SHARES HELD ON THE RECORD DATE AT THE SUBSCRIPTION PRICE OF HK\$0.10 PER RIGHTS SHARE**

Reference is made to the prospectus the Company dated 21 May 2019 (the “**Prospectus**”) in relation to the Rights Issue. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Prospectus.

#### **RESULTS OF THE RIGHTS ISSUE**

The Board is pleased to announce that as at 4:00 p.m. on Tuesday, 4 June 2019, being the latest time for acceptance of and payment for the Rights Shares and for application and payment for the excess Rights Shares,

- (i) 6 valid acceptances of provisional allotments under the PALs were received for a total of 2,574,210,998 Rights Shares, representing approximately 65.2% of the total number of 3,947,114,877 Rights Shares being offered under the Rights Issue; and
- (ii) 3 valid applications for excess Rights Shares under the EAFs were received for a total of 1,700,799,231 Rights Shares, representing approximately 43.1% of the total number of 3,947,114,877 Rights Shares being offered under the Rights Issue.

In aggregate, 9 valid acceptances and applications in respect of 4,275,010,229 Rights Shares have been accepted and applied for, representing approximately 108.3% of the total number of 3,947,114,877 Rights Shares offered under the Rights Issue.

Based on the above results, the Rights Issue was over-subscribed by 327,895,352 Rights Shares, representing approximately 8.3% of the total number of 3,947,114,877 Rights Shares offered under the Rights Issue.

Pursuant to the Irrevocable Undertaking, Wide Bridge and Mr. You have accepted and subscribed for 2,296,660,825 Rights Shares under the PAL.

All conditions set out in the Prospectus have been fulfilled and the Rights Issue became unconditional at 4:30 p.m. on Wednesday, 5 June 2019. The gross proceeds raised from the Rights Issue are approximately HK\$395 million before expenses.

## **EXCESS APPLICATION**

Based on the number of valid acceptances referred to above, 1,372,903,879 Rights Shares were available for subscription under the EAFs, representing approximately 11.6% of the enlarged share capital of the Company upon completion of the Rights Issue. A total number of 1,700,799,231 excess Rights Shares were applied for under the EAFs. The allocation of the excess Rights Shares was made pursuant to the principles set out under “Application for excess Rights Shares” in the “Letter from the Board” of the Prospectus. Given that the number of excess Rights Shares was insufficient to satisfy all valid applications, the allocation of the 1,372,903,879 Rights Shares to the Qualifying Shareholders who applied for excess Rights Shares was made on a fair and equitable basis, and as far as practicable on a pro rata basis by reference to the number of excess Rights Shares applied for under each application. Reference was only made to the number of excess Rights Shares applied for but no reference was made to the Rights Shares subscribed through applications by PALs or the existing number of Shares held by the Qualifying Shareholders. In addition, no preference was given to applications for topping up odd-lot holdings to whole lot holdings.

## EFFECT OF THE RIGHTS ISSUE ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

Based on the information available to the Company and to the best of the Directors' knowledge, information and belief after having made all reasonable enquiries, as at the date of this announcement, the shareholding structure of the Company immediately before and after completion of the Rights Issue, are as follows:

| Shareholders                  | Immediately before completion<br>of the Rights Issue |                          | Immediately after completion<br>of the Rights Issue (assuming<br>Wide Bridge and Mr. You to<br>take up the Rights Shares in<br>accordance with the Irrevocable<br>Undertaking) |                          |
|-------------------------------|--|--------------------------|--|--------------------------|
|                               | <i>Number of<br/>Shares</i>                          | <i>Approximate<br/>%</i> | <i>Number of<br/>Shares</i>  | <i>Approximate<br/>%</i> |
| Wide Bridge ( <i>Note 1</i> ) | 4,590,761,650  | 58.15                    | 8,218,407,171  | 69.40                    |
| Mr. You                       | 2,560,000  | 0.03                     | 3,840,000  | 0.03                     |
| Public Shareholders           | 3,300,908,104  | 41.82                    | 3,619,097,460  | 30.57                    |
| <b>Total</b>                  | <b>7,894,229,754</b>                                 | <b>100</b>               | <b>11,841,344,631</b>  | <b>100</b>               |

*Note 1:* Mr. You indirectly holds 100% interest in Wide Bridge. According to the SFO, Mr. You is deemed to be interested in the Shares held by Wide Bridge.

## DESPATCH OF SHARE CERTIFICATES FOR RIGHTS SHARES AND REFUND CHEQUES

It is expected that the share certificates in respect of the fully-paid Rights Shares and the refund cheques of the partially unsuccessful applications for excess Rights Shares will be despatched to those entitled thereto by ordinary post to their respective registered address at their own risk by the Registrar on Thursday, 13 June 2019.

## COMMENCEMENT OF DEALINGS OF RIGHTS SHARES IN FULLY-PAID FORM

Dealings in fully-paid Rights Shares on the Stock Exchange are expected to commence on Friday, 14 June 2019.

By Order of the Board  
**Theme International Holdings Limited**  
**Kang Jian**  
*Executive Director & Vice Chairman*

Hong Kong, 12 June 2019

*As at the date of this announcement, there are (i) five Executive Directors, namely Mr. Kang Jian, Mr. Wu Lei, Ms. Chen Jing, Ms. Wu Aiping and Mr. Hu Yong; and (ii) three Independent Non-executive Directors, namely Mr. Liu Song, Mr. Chan Chi Ming, Tony and Mr. Wu Shiming.*