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Century Group International Holdings Limited

世紀集團國際控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 2113)

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

Placing Agent



英皇證券(香港)有限公司

Emperor Securities Limited

Reference is made to the announcement of Century Group International Holdings Limited (the “**Company**”) dated 3 September 2019 in relation to the Placing (the “**Announcement**”). Capitalised terms used herein shall have the same meanings as defined in the Announcement unless otherwise stated.

COMPLETION OF THE PLACING

The Board is pleased to announce that all the conditions set out in the Placing Agreement had been fulfilled and completion of the Placing took place on 27 September 2019. An aggregate of 37,000,000 Placing Shares, representing approximately 4.60% of the Company’s issued share capital immediately after completion of the Placing, have been successfully placed to not less than six Placees at the Placing Price of HK\$0.222 per Placing Share.

To the best of the Directors’ knowledge, information and belief after having made all reasonable enquiries, (i) each of the Placees and where appropriate, their respective ultimate beneficial owners, is an Independent Third Party; and (ii) none of the Placees has become a substantial Shareholder (as defined under the Listing Rules) immediately after completion of the Placing.

The net proceeds from the Placing amounted to approximately HK\$7,909,000. Based on the net proceeds, the net issue price per Placing Share is approximately HK\$0.214. As disclosed in the Announcement, the Company intends to use the net proceeds as general working capital for the Group and to finance potential business opportunities to be identified.

EFFECTS ON SHAREHOLDING STRUCTURE

The shareholding structures of the Company (i) immediately before completion of the Placing and (ii) immediately after completion of the Placing are set out below:

	Immediately before completion of the Placing		Immediately after completion of the Placing	
	<i>Number of Shares</i>	<i>Approximate %</i>	<i>Number of Shares</i>	<i>Approximate %</i>
Substantial Shareholder(s):				
China Century Holdings Limited (<i>Note</i>)	560,535,000	73.01	560,535,000	69.65
Public Shareholder(s):				
Places	—	—	37,000,000	4.60
Others	<u>207,215,000</u>	<u>26.99</u>	<u>207,215,000</u>	<u>25.75</u>
	<u><u>767,750,000</u></u>	<u><u>100.00</u></u>	<u><u>804,750,000</u></u>	<u><u>100.00</u></u>

Note: 560,535,000 Shares are beneficially owned by China Century Holdings Limited. The shares of China Century Holdings Limited are owned as to 40% by China Medival Group Limited which is wholly owned by Mr. Zhang Chengzhou, 30% by World Communication International Holdings Limited which is wholly owned by Mr. Cao Qian, and 30% by Xianghua International Holdings Limited which is wholly owned by Mr. Li Xiangzhong. Ms. Deng Shuting, who is the spouse of Mr. Li Xiangzhong is deemed, or taken to be interested in all the Shares in which Mr. Li Xiangzhong is interested under the SFO. Ms. Zou Jing who is the spouse of Mr. Zhang Chengzhou is deemed, or taken to be interested in all the Shares in which Mr. Zhang Chengzhou is interested under the SFO.

By order of the board
Century Group International Holdings Limited
Li Xiangzhong
Chairman

Hong Kong, 27 September 2019

As at the date of this announcement, the Board comprises Mr. Li Xiangzhong and Mr. Cao Qian as executive Directors, and Mr. Cheung Wai Lun Jacky, Mr. Lee Chi Ming and Mr. Tang Chi Wai as independent non-executive directors.