

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for the securities of Rich Goldman Holdings Limited.



金 粵 控 股 有 限 公 司

Rich Goldman Holdings Limited

(Incorporated in Hong Kong with limited liability)

(Stock Code: 00070)

APPLICATIONS FOR THE OPEN OFFER SHARES AND NUMBER OF UNSUBSCRIBED SHARES SUBJECT TO THE UNSUBSCRIBED ARRANGEMENTS

Reference is made to the prospectus of Rich Goldman Holdings Limited (the “**Company**”) dated 6 January 2020 in relation to the Open Offer (the “**Prospectus**”). Unless otherwise defined herein, capitalized terms used herein shall have the same meanings as those defined in the Prospectus.

APPLICATIONS FOR THE OPEN OFFER SHARES

The Board announces that as at 4:00 p.m. on Monday, 20 January 2020, being the Latest Time for Application, a total of 12 valid applications had been received for a total of 461,548,409 Open Offer Shares (including 369,225,000 Open Offer Shares taken up by Faith Mount pursuant to the Irrevocable Undertaking), representing approximately 37.03% of the total number of Open Offer Shares available for subscription under the Open Offer. The remaining 784,837,606 Unsubscribed Shares, representing approximately 62.97% of the total number of Open Offer Shares available for subscription under the Open Offer, will be subject to the Unsubscribed Arrangements.

THE UNSUBSCRIBED ARRANGEMENTS

Pursuant to Rule 7.26A(2) of the Listing Rules, as Faith Mount, being a substantial Shareholder, shall act as the underwriter of the Open Offer, the Company had made arrangements as stipulated in Rule 7.26A(1)(b) of the Listing Rules to dispose of the 784,837,606 Unsubscribed Shares by offering such Unsubscribed Shares to independent placees for the benefit of the relevant No Action Shareholders.

In order to comply with the Listing Rules, the Company has entered into the Placing Agreement with the Placing Agent to place the Unsubscribed Shares, on a best effort basis, at the Placing Price.

The Placing Agent shall procure, on a best effort basis, between Wednesday, 22 January 2020 and, in any event by not later than 4:00 p.m., on Thursday, 23 January 2020, investors who (or as the case may be, their ultimate beneficial owner(s)) are not Shareholders and are otherwise Independent Third Parties for all (or as many as possible) of those Unsubscribed Shares.

Any Unsubscribed Shares that are not placed after completion of the Unsubscribed Arrangements will then be taken up by the Underwriter pursuant to the terms of the Underwriting Agreement.

By order of the Board
Rich Goldman Holdings Limited
Lin Chuen Chow Andy
Chairman

Hong Kong, 21 January 2020

As at the date of this announcement the Board comprises, Mr. Lin Chuen Chow Andy (Chairman) and Miss So Wai Yin as executive directors; Mr. Nicholas J. Niglio as the non-executive director; and Mr. Cheung Yat Hung, Alton, Mr. Yue Fu Wing and Miss Yeung Hoi Ching as the independent non-executive directors.