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中国地利集团
China Dili Group

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1387)

COMPLETION OF SUBSCRIPTION OF NEW SHARES UNDER GENERAL MANDATE

Reference is made to the announcement of China Dili Group (the “**Company**”) dated 25 December 2020 (the “**Announcement**”) in relation to the Subscription. Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the Announcement.

COMPLETION OF THE SUBSCRIPTION

The Board is pleased to announce that all Conditions set out in the Subscription Agreement have been fulfilled and Completion of the Subscription has taken place on 4 February 2021. 478,067,066 Subscription Shares have been allotted and issued by the Company under the General Mandate to the Subscriber at the Subscription Price of HK\$1.67 per Subscription Share in accordance with the terms and conditions of the Subscription Agreement.

SHAREHOLDING STRUCTURE OF THE COMPANY

The table below sets out a summary of the shareholding structure of the Company immediately before and after Completion:

| | Immediately before Completion | | Immediately after Completion | |
|--|----------------------------------|---|---------------------------------|---|
| | <i>Number of Shares</i> | <i>Approximate percentage of issued share capital</i> | <i>Number of Shares</i> | <i>Approximate percentage of issued share capital</i> |
| Super Brilliant Investments Limited ⁽¹⁾ | 2,011,810,466 | 23.90% | 2,011,810,466 | 22.61% |
| Gloss Season Limited ⁽¹⁾ | 15,912,000 | 0.19% | 15,912,000 | 0.18% |
| Wealthy Aim Holdings Limited ⁽¹⁾ | 83,299,066 | 0.99% | 83,299,066 | 0.94% |
| Mr. Dai Yongge | 20,007,000 | 0.24% | 20,007,000 | 0.22% |
| New Amuse Limited ⁽²⁾ | 3,514,336,975 | 41.75% | 3,514,336,975 | 39.50% |
| Mr. Yin Jianhong ⁽³⁾ | 4,835,000 | 0.06% | 4,835,000 | 0.05% |
| Spouse of Ms. Qin Xiang ⁽⁴⁾ | 800,000 | 0.01% | 800,000 | 0.01% |
| The Subscriber | — | — | 478,067,066 | 5.37% |
| Other public Shareholders | <u>2,767,222,207</u> | <u>32.87%</u> | <u>2,767,222,207</u> | <u>31.11%</u> |
| Total issued Shares | <u><u>8,418,222,714</u></u> | <u><u>100.00%</u></u> | <u><u>8,896,289,780</u></u> | <u><u>100.00%</u></u> |

Notes:

- (1) Each of Super Brilliant Investments Limited, Gloss Season Limited and Wealthy Aim Holdings Limited is wholly-owned by Mr. Dai Yongge.
- (2) New Amuse Limited is wholly-owned by Ms. Zhang Xingmei, the spouse of Mr. Dai Yongge.
- (3) Mr. Yin Jianhong is a non-executive Director.
- (4) Ms. Qin Xiang is an executive Director.
- (5) Any discrepancies in the above table between totals and sums of figures are due to rounding.

By order of the Board
China Dili Group
Wang Yan
Chairman

Hong Kong, 4 February 2021

As at the date of this announcement, the Board comprises Mr. Wang Yan, Mr. Dai Bin and Ms. Qin Xiang as executive Directors, Mr. Yin Jianhong as non-executive Director and Mr. Fan Ren-Da, Anthony, Mr. Wang Yifu, Mr. Leung Chung Ki and Mr. Tang Hon Man as independent non-executive Directors.