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**HAIDILAO INTERNATIONAL HOLDING LTD.**

**海底捞国际控股有限公司**

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

**(Stock Code: 6862)**

**COMPLETION OF TOP-UP PLACING OF EXISTING SHARES AND  
SUBSCRIPTION FOR NEW SHARES UNDER GENERAL MANDATE**

**Placing Agent**

**Morgan Stanley**

Reference is made to the announcement of the Company dated November 12, 2021 (the “**Announcement**”) in relation to, among others, the Placing and 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 PLACING AND THE SUBSCRIPTION**

The Company is pleased to announce that completion of the Placing and the Subscription took place on November 22, 2021.

All the conditions of the Placing have been fulfilled and completion of the Placing took place on November 16, 2021. An aggregate of 115,000,000 Placing Shares have been successfully placed by the Placing Agent at the Placing Price of HK\$20.43 per Placing Share to not less than six professional institutional investors based in Asia, the United States and Europe. To the best of the Directors' knowledge, information and belief and having made all reasonable enquiries, the Placees and their respective ultimate beneficial owners, are independent of and not acting in concert with the Vendor and are third parties independent of and not connected with the Company or its connected persons. None of the placees and their respective ultimate beneficial owners has become a substantial shareholder (as defined under the Listing Rules) of the Company as a result of the Placing.

All the conditions of the Subscription have been fulfilled and completion of the Subscription took place on November 22, 2021. An aggregate of 115,000,000 Subscription Shares (equal to the number of the Placing Shares successfully placed under the Placing) were subscribed by the Vendor at the Subscription Price of HK\$20.43 per Subscription Share. The net share price for the Subscription after deduction of the expenses incurred by the Vendor including legal fees and fees of other advisers, which were borne by the Company, in connection with the Subscription is approximately HK\$20.32 per Subscription Share. The Subscription Shares represent approximately 2.06% of the issued share capital of the Company as enlarged by the Subscription.

The Company received total net proceeds of approximately HK\$2,337.01 million from the Subscription, net of professional fees and out-of-pocket expenses. The Company intends to use the net proceeds from the Subscription for the following purposes: (i) an amount of approximately HK\$701.10 million, representing approximately 30.0% of the net proceeds for enhancing supply chain management and product development; (ii) an amount of approximately HK\$701.10 million, representing approximately 30.0% of the net proceeds for the repayment of credit facilities; and (iii) an amount of approximately HK\$934.80 million, representing approximately 40.0% of the net proceeds for working capital and general corporate purpose of the Group. To the extent that the net proceeds are not immediately required for the above purposes, we may hold such funds in short-term deposits or purchase short-term wealth management products so long as it is deemed to be in the best interests of the Company.

## EFFECT ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

The shareholdings in the Company (a) immediately before the completion of the Placing and the Subscription; (b) immediately after the completion of the Placing but before the completion of the Subscription; and (c) immediately after the completion of the Placing and the Subscription are as follows:

	Immediately before the completion of the Placing and the Subscription		Immediately after the completion of the Placing but before the completion of the Subscription		Immediately after the completion of the Placing and the Subscription	
	<i>Number of Shares</i>	<i>Approximate Percentage (%)</i>	<i>Number of Shares</i>	<i>Approximate Percentage (%)</i>	<i>Number of Shares</i>	<i>Approximate Percentage (%)</i>
<b>Non-public Shareholders</b>						
Zhang Yong <sup>(1)</sup>	3,203,526,729	58.68	3,203,526,729	58.68	3,203,526,729	57.47
SYH NP Ltd. <sup>(2)</sup>	434,462,014	7.96	434,462,014	7.96	434,462,014	7.79
The Vendor <sup>(3)</sup>	410,962,014	7.53	295,962,014	5.42	410,962,014	7.37
LHY NP Ltd. <sup>(4)</sup>	335,962,014	6.15	335,962,014	6.15	335,962,014	6.03
Yang Lijuan <sup>(5)</sup>	179,686,726	3.29	179,686,726	3.29	179,686,726	3.22
Zhou Zhaocheng <sup>(6)</sup>	2,087,500	0.04	2,087,500	0.04	2,087,500	0.04
Gao Jie <sup>(7)</sup>	1,987,500	0.04	1,987,500	0.04	1,987,500	0.04
Yang Hua <sup>(8)</sup>	840,000	0.02	840,000	0.02	840,000	0.02
Liu Linyi <sup>(9)</sup>	839,072	0.02	839,072	0.02	839,072	0.02
Song Qing <sup>(7)</sup>	795,000	0.01	795,000	0.01	795,000	0.01
Yang Li <sup>(7)</sup>	795,000	0.01	795,000	0.01	795,000	0.01
Li Peng <sup>(7)</sup>	397,500	0.01	397,500	0.01	397,500	0.01
Li Yu <sup>(7)</sup>	397,500	0.01	397,500	0.01	397,500	0.01
Other directors and chief executives of subsidiaries of the Company <sup>(10)</sup>	6,360,000	0.12	6,360,000	0.12	6,360,000	0.11
<b>Subtotal (A)</b>	<b>4,579,098,569</b>	<b>83.88</b>	<b>4,464,098,569</b>	<b>81.78</b>	<b>4,579,098,569</b>	<b>82.15</b>
<b>Public Shareholders</b>						
The Placees	–	–	115,000,000	2.11	115,000,000	2.06
Other public shareholders	879,901,431	16.12	879,901,431	16.12	879,901,431	15.79
<b>Subtotal (B)</b>	<b>879,901,431</b>	<b>16.12</b>	<b>994,901,431</b>	<b>18.22</b>	<b>994,901,431</b>	<b>17.85<sup>(11)</sup></b>
<b>Total ((A)+(B))</b>	<b>5,459,000,000</b>	<b>100.00</b>	<b>5,459,000,000</b>	<b>100.00</b>	<b>5,574,000,000</b>	<b>100.00</b>

### Notes:

- (1) Represented 1,399,569,121 Shares held by ZY NP Ltd., 1,801,970,108 Shares held by NP United Holding Ltd. and 1,987,500 unvested award Shares granted to Mr. Zhang Yong under the share award scheme (the “**Share Award Scheme**”) of the Company.

ZY NP Ltd. is an investment holding company incorporated in the BVI. The entire share capital of ZY NP Ltd. is wholly owned by UBS Trustees (B.V.I.) Limited as the trustee of the Apple Trust. Apple Trust is a discretionary trust set up by Mr. Zhang Yong as the settlor and protector on August 22, 2018 for the benefit of himself, Ms. Shu Ping and their families.

NP United Holding Ltd. is an investment holding company incorporated in the BVI and is owned as to approximately 51.778% by ZY NP Ltd. and 16.074% by each of the Vendor, SYH NP Ltd. and LHY NP Ltd., respectively.

- (2) SYH NP Ltd. is an investment holding company incorporated in the BVI. The entire share capital of SYH NP Ltd. is wholly owned by UBS Trustees (B.V.I.) Limited as the trustee of the Cheerful Trust. Cheerful Trust is a discretionary trust set up by Mr. Shi Yonghong and Ms. Li Haiyan as the settlors and protectors on August 22, 2018 for their own benefit and the benefit of their families.
- (3) SP NP Ltd. is an investment holding company incorporated in the BVI. The entire share capital of SP NP Ltd. is wholly owned by UBS Trustees (B.V.I.) Limited as the trustee of the Rose Trust. Rose Trust is a discretionary trust set up by Ms. Shu Ping as the settlor and protector on August 22, 2018 for the benefit of herself, Mr. Zhang Yong and their families.
- (4) LHY NP Ltd. is an investment holding company incorporated in the BVI. The entire share capital of LHY NP Ltd. is wholly owned by UBS Trustees (B.V.I.) Limited as the trustee of the Cheerful Trust. Cheerful Trust is a discretionary trust set up by Mr. Shi Yonghong and Ms. Li Haiyan as the settlors and protectors on August 22, 2018 for their own benefit and the benefit of their families.
- (5) Represented 177,098,882 Shares held by YLJ Yihai Ltd., 549,344 Shares held by Brilliant Ting Limited, 51,000 Shares held by Ms. Yang Lijuan and 1,987,500 unvested award Shares granted to Ms. Yang Lijuan under the Share Award Scheme. Each of YLJ Yihai Ltd. and Brilliant Ting Limited is a discretionary trust for the benefit of Ms. Yang Lijuan and therefore is the close associate of Ms. Yang Lijuan.
- (6) Represented 100,000 Shares held by the spouse of Mr. Zhou Zhaocheng and 1,987,500 unvested award Shares granted to Mr. Zhou Zhaocheng under the Share Award Scheme.
- (7) Represented the unvested award Shares granted under the Share Award Scheme.
- (8) Represented 45,000 Shares held by Ms. Yang Hua and 795,000 unvested award Shares granted to Ms. Yang Hua under the Share Award Scheme.
- (9) Represented 24,072 Shares held by the spouse of Ms. Liu Linyi, 20,000 Shares held by Ms. Liu Linyi and 795,000 unvested award Shares granted to Ms. Liu Linyi under the Share Award Scheme.
- (10) Represented the unvested award Shares granted to Mr. Shi Yonghong (1,987,500), Mr. Shao Zhidong (795,000), Ms. Xie Ying (795,000), Mr. Liang Yangbing (795,000), Mr. Li Yu (397,500), Ms. Jiang Bingyu (397,500), Mr. Wang Jinping (397,500), Mr. Miao Xiqing (397,500), Mr. Zhang Xiaojun (397,500) and Mr. Li Min (397,500) under the Share Award Scheme. For details, please see the announcement of the Company dated May 20, 2021.
- (11) As of the date of this announcement, approximately 17.85% of the total issued Shares are held by the public and counted towards the public float for the purpose of Rule 8.08 of the Listing Rules.

By Order of the Board  
**Haidilao International Holding Ltd.**  
**Zhang Yong**  
*Chairman*

Hong Kong, November 22, 2021

*As of the date of this announcement, the Board of Directors of the Company comprises Mr. Zhang Yong as the Chairman and Executive Director and Mr. Zhou Zhaocheng, Ms. Gao Jie, Ms. Yang Lijuan, Mr. Li Peng, Ms. Yang Hua, Ms. Liu Linyi, Mr. Li Yu, Ms. Song Qing and Mr. Yang Li as Executive Directors, and Dr. Chua Sin Bin, Mr. Hee Theng Fong, Mr. Qi Daqing, Dr. Ma Weihua and Mr. Wu Xiaoguang as Independent Non-executive Directors.*