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GRAND TALENTS GROUP HOLDINGS LIMITED
廣駿集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code : 8516)

**COMPLETION OF PLACING OF NEW SHARES
UNDER SPECIFIC MANDATE**

References are made to the announcements of Grand Talents Group Holdings Limited (the “**Company**”) dated 24 November 2021, 26 November 2021 and 31 January 2022 and the circular of the Company dated 8 December 2021 (the “**Circular**”) in relation to, among others, the Placing. Capitalised terms used herein shall have the same meanings as defined in the Circular unless the context requires otherwise.

COMPLETION OF THE PLACING

The Board is pleased to announce that all conditions set out in the Placing Agreement have been fulfilled and the completion of the Placing (the “**Completion**”) took place on 8 February 2022 in accordance with the terms and conditions of the Placing Agreement. A total of 57,100,000 Placing Shares have been successfully placed by the Placing Agent to not less than six Placees at the Placing Price of HK\$0.535 per Placing Share.

The net proceeds from the Placing received by the Company, after deduction of commission and other expenses of the Placing, are approximately HK\$29.6 million, representing a net issue price of approximately HK\$0.519 per Placing Share. The Company intends to use the net proceeds for (i) the repayment of the outstanding indebtedness; (ii) the development of the Group’s business; and (iii) the general working capital of the Group, details of which are set out in the section headed “Reasons for the Placing and use of proceeds” in the “Letter from the Board” of the Circular.

To the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, (i) each of the Placees and, where appropriate, their respective ultimate beneficial owners, are Independent Third Parties; and (ii) none of the Placees nor their associates has become a substantial shareholder (within the meaning of the GEM Listing Rules) of the Company upon Completion.

EFFECT ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

The Placing Shares represent (i) approximately 99.96% of the issued share capital of the Company immediately before Completion; and (ii) approximately 49.99% of the issued share capital of the Company as enlarged by the allotment and issue of the Placing Shares. Set out below is the shareholding structure of the Company immediately before and after Completion.

Name of Shareholder	Immediately before Completion		Immediately after Completion	
	Number of Shares	Approx. % (Note 2)	Number of Shares	Approx. % (Note 2)
Talent Prime Group Limited ^(Note 1)	17,166,900	30.05	17,166,900	15.03
Public Shareholders				
Independent Placees	—	—	57,100,000	49.99
Other public Shareholders	<u>39,953,100</u>	<u>69.95</u>	<u>39,953,100</u>	<u>34.98</u>
Total	<u>57,120,000</u>	<u>100</u>	<u>114,220,000</u>	<u>100</u>

Notes:

1. Talent Prime Group Limited is a company incorporated in the BVI with limited liability and is owned as to 50% each by Mr. Ha Chak Hung (“**Mr. Ha**”), being chairman of the Board and executive Director, and Mr. Ip Chu Shing (“**Mr. Ip**”), being Chief Executive Officer and executive Director. Accordingly, Mr. Ha and Mr. Ip are deemed to be interested in all the Shares held by Talent Prime Group Limited under the SFO.
2. The above percentage figures are subject to rounding adjustments. Accordingly, figures shown as total may not be an arithmetic aggregation of the figures preceding it.

By Order of the Board
Grand Talents Group Holdings Limited
Ha Chak Hung
Chairman and Executive Director

Hong Kong, 8 February 2022

As at the date of this announcement, the executive Directors are Mr. HA Chak Hung and Mr. IP Chu Shing; and the independent non-executive Directors are Dr. FOK Wai Sun, Mr. YUK Kai Yao and Ms. TANG Shui Man.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Listed Company Information” page on the GEM website at www.hkgem.com for at least 7 days from the date of its publication. This announcement will also be published on the Company’s website at www.grandtalentsgroup.com.hk.