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**Echo International Holdings Group Limited**

**毅高(國際)控股集團有限公司**

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

**(Stock Code: 8218)**

**SUPPLEMENTAL CAPITALISATION AGREEMENT  
IN RELATION TO  
ISSUE OF NEW SHARES UNDER SPECIFIC MANDATE  
FOR DEBT CAPITALISATION**

Reference is made to the announcements (“**Announcements**”) of Echo International Holdings Group Limited (the “**Company**”) dated 29 August 2022 and 30 August 2022, respectively, in relation to the Capitalisation. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Announcements.

Due to inadvertent typographical error, the amount of Indebted Sum B, Indebted Sum C, Indebted Sum D, Indebted Sum E, Indebted Sum F and Indebted Sum G was incorrectly stated, and as such, the Company and each of Creditor B, Creditor C, Creditor D, Creditor E, Creditor F and Creditor G entered into a supplemental agreement to the respective Capitalisation Agreement (collectively, “**Supplemental Capitalisation Agreements**”) on 6 September 2022 to clarify and correct the respective amount of Indebted Sums and number of Capitalisation Shares.

## CAPITALISATION SHARES

Pursuant to the Supplemental Capitalisation Agreements, details of the number of Capitalisation Shares to be subscribed by each of the Creditors and the underlying debts are revised as follows:

Creditors	Principal amount (HK\$)	Interest rate per annum	Maturity Date	Sums to be capitalised under the Capitalisation Agreements (HK\$)	Number of Capitalisation Shares (Approximately)
Creditor A	1,500,000	7%	23 January 2023	1,613,917.808	20,148,867
	300,000	7%	18 August 2023	322,783.562	
	1,009,000	7%	6 August 2024	<u>1,085,628.712</u>	
				3,022,330.082	
Creditor B	7,800,000	7%	18 August 2023	8,392,372.603	55,949,150
Creditor C	4,500,000	7%	23 January 2023	4,841,753.425	68,279,482
	5,019,000	7%	6 August 2024	<u>5,400,168.986</u>	
				10,241,922.411	
Creditor D	500,000	7%	23 January 2023	537,972.603	10,759,452
	1,000,000	7%	6 August 2024	<u>1,075,945.205</u>	
				1,613,917.808	
Creditor E	1,000,000	7%	23 January 2023	1,075,945.205	16,497,826
	300,000	7%	18 August 2023	322,783.562	
	1,000,000	7%	6 August 2024	<u>1,075,945.205</u>	
				2,474,673.972	
Creditor F	2,500,000	7%	23 January 2023	2,689,863.014	34,394,381
	1,465,000	7%	18 August 2023	1,576,259.726	
	830,000	7%	6 August 2024	<u>893,034.521</u>	
				5,159,157.261	
Creditor G	3,135,000	7%	18 August 2023	687,528.986	27,070,781
	639,000	7%	7 July 2025	<u>3,373,088.219</u>	
				4,060,617.205	
Creditor H	<u>550,000</u>	7%	6 August 2024	<u>591,769.863</u>	<u>3,945,132</u>
Total	<u>33,047,000</u>			<u>35,556,761.205</u>	<u>237,045,071</u>

## EFFECTS OF CAPITALISATION ON SHAREHOLDINGS STRUCTURE OF THE COMPANY

Assuming there is no change in the total issued share capital of the Company between the Latest Practicable Date and the Completion Date, the number of new Shares allotted and issued under the Special Mandate as a result of the Completion represent (i) approximately 66.25% of the total issued share capital of the Company as at the Latest Practicable Date; and (ii) approximately 39.85% of the total issued share capital of the Company as enlarged by the allotment and issue of the new Shares allotted and issued under the Special Mandate as a result of the Completion. The aggregate nominal value of the number of new Shares to be allotted and issued under the Special Mandate as a result of the Completion will be HK\$11,852,253.55.

The table below sets out, for the purpose of illustration only, the shareholding structure of the Company (i) as at the Latest Practicable Date; and (ii) immediately after the Completion, assuming no other Shares will be issued or repurchased:

Shareholders	Immediately before the Completion		Immediately after the Completion	
	<i>Number of Shares</i>	<i>Approximate % of shareholding</i>	<i>Number of Shares</i>	<i>Approximate % of shareholding</i>
Ms. Cheng Yeuk Hung ( <i>Note 1</i> )	4,878,000	1.36%	4,878,000	0.82%
ECGO International Limited (“ <b>ECGO</b> ”) ( <i>Note 2</i> )	76,008,474	21.24%	76,008,474	12.78%
Lissington Limited (“ <b>Lissington</b> ”) ( <i>Note 3</i> )	79,791,486	22.30%	79,791,486	13.41%
Creditor A	—	—	20,148,867	3.39%
Creditor B ( <i>Note 4</i> )	5,060,000	1.41%	61,009,150	10.26%
Creditor C	35,302,504	9.87%	103,581,986	17.41%
<i>Public Shareholders</i>				
Creditor D	1,715,580	0.48%	12,475,032	2.10%
Creditor E	3,070,689	0.86%	19,568,515	3.29%
Creditor F	22,867,183	6.39%	57,261,564	9.63%
Creditor G ( <i>Note 5</i> )	20,577,068	5.75%	47,647,849	8.01%
Creditor H	6,578,400	1.84%	10,523,532	1.77%
Others	101,965,468	28.50%	101,965,468	17.14%
<b>Total</b>	<b>357,815,052</b>	<b>100%</b>	<b>594,860,123</b>	<b>100%</b>

Notes:

- Ms. Cheng Yeuk Hung is an executive Director.
- ECGO is a company incorporated in Hong Kong and is wholly-owned by Industronics Berhad. Industronics Berhad is a company listed on Bursa Malaysia Securities Berhad (the stock exchange of Malaysia) (stock code: 9393).

3. The entire issued share capital of Lissington is beneficially owned by Ms. Zheng Zeli.
4. Creditor A is the ultimate beneficial owner of the Shares held by Creditor B, hence Creditor A is deemed to be interested in all of the Shares held by Creditor B.
5. The Shares in which Creditor G are interested include 1,289,800 Shares held through a controlled corporation.

Save as disclosed above, all other terms and conditions of the Capitalisation Agreements shall remain unchanged and continue in full force and effect in all respects.

## **GENERAL**

**As completion under each of the Capitalisation Agreements is subject to the fulfilment and/or waiver of certain conditions set forth therein, respectively, the issue of the Capitalisation Share may or may not proceed. Investors should exercise caution when dealing in the Shares. If in doubt, investors are recommended to consult their professional adviser(s).**

By Order of the Board  
**Echo International Holdings Group Limited**  
**Chan Wan Shan, Sandra**  
*Executive Director*

Hong Kong, 6 September 2022

*As at the date of this announcement, the executive Directors are Mr. Lo Yan Yee, Ms. Cheng Yeuk Hung, Mr. Tansri Saridju Benui and Ms. Chan Wan Shan Sandra, and the independent non-executive Directors are Mr. Leung Yu Tung Stanley, Mr. Chow Yun Cheung and Mr. Lam Kwok Leung Roy.*

*This announcement, for which the directors of the Company 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 of the Company, having made all reasonable enquires, 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.*

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