

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.

CCIAM Future Energy Limited

信能低碳有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 145)

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

Placing Agent



ASA Securities Limited

Reference is made to the announcements of CCIAM Future Energy Limited (the “**Company**”) dated 5 and 29 September 2022 in relation to the Placing (the “**Announcements**”). Capitalised terms used herein shall have the same meanings as defined in the Announcements unless otherwise stated herein.

COMPLETION OF THE PLACING

The Board is pleased to announce that all the conditions set out in the Placing Agreement and the Supplemental Placing Agreement had been fulfilled and the completion of the Placing took place on 13 October 2022. An aggregate of 104,666,181 Placing Shares have been successfully placed by the Placing Agent to not less than six Placees at the Placing Price of HK\$0.238 per Placing Share pursuant to the terms and conditions of the Placing Agreement and the Supplemental Placing Agreement.

To the best of the Directors’ knowledge, information and belief after having made all reasonable enquiries, (i) each of the Placees and where appropriate, their respective ultimate beneficial owners, is an Independent Third Party; and (ii) none of the Placees has become a substantial Shareholder (as defined under the Main Board Listing Rules) upon Completion.

USE OF PROCEEDS

The net proceeds from the Placing, after deducting the related placing commission, professional fees and other related expenses, amounted to approximately HK\$24 million (equivalent to approximately HK\$0.23 per Placing Share), which the Company intends to utilize (i) approximately HK\$12 million in aggregate for repayment of current liabilities and (ii) approximately HK\$12 million in aggregate for general working capital of the Group, including but not limited to existing and new energy saving projects, possible investment, administrative expenses and salary and wages.

Any excess portion which the Company may have from time to time subsequently may be reallocated for payment of current liabilities under (i) above, if appropriate.

EFFECTS ON SHAREHOLDING STRUCTURE OF THE COMPANY

The shareholding structure of the Company immediately before and after completion of the Placing are as follows:

Name of Shareholders	As at the date of this announcement		Immediately after completion of the Placing	
	Number of Shares	Approximate % ⁵	Number of Shares	Approximate % ⁵
Substantial Shareholder:				
CITIC International Assets Management Limited ¹	105,815,008	20.22	105,815,008	16.85
Hong Kong Mengzai Material Co., Limited	38,441,600	7.35	38,441,600	6.12
Excellent Winning Investment Limited ²	38,000,000	7.26	38,000,000	6.05
Timly Way Limited ³	34,040,557	6.50	34,040,557	5.42
Leung King Yuen	32,000,000	6.11	32,000,000	5.10
State Energy HK Limited (“State Energy”) ⁴	28,039,877	5.36	28,039,877	4.46
Public Shareholders:				
Placees	0	0	104,666,181	16.67
Others	246,993,866	47.20	246,993,866	39.33
Total	<u>523,330,908</u>	<u>100.00</u>	<u>627,997,089</u>	<u>100.00</u>

Note:

1. CITIC International Assets Management Limited is owned as to 46% by CITIC International Financial Holdings Limited, a wholly-owned subsidiary of China CITIC Bank Corporation Limited, which is over 60% indirectly owned by CITIC Limited, which is indirectly owned as to 58.13% by CITIC Group Corporation. By virtue of the SFO, each of CITIC International Financial Holdings Limited, China CITIC Bank Corporation Limited, CITIC Limited and CITIC Group Corporation is deemed to be interested in the shares held by CITIC International Assets Management Limited.

On 15 July 2022, the Company was informed by CITIC International Assets Management Limited (“**Transferor**”), a substantial shareholder and the single largest shareholder of the Company that they reached an agreement with Shi Xin Eco-Maternal Care Limited on the sale of 105,815,008 shares of the Company (representing 20.22% of the issued and outstanding shares of the Company as at the date of this announcement) at a total consideration of HK\$25,000,000 (the “**Share Transaction**”). Simultaneous with the Share Transaction, an assignment agreement will be signed in relation to the transfer and assignment of the outstanding sum comprising outstanding principal and accrued interests in the aggregate amount of RMB23,971,716 due from 濠信節能科技(上海)有限公司, a subsidiary of the Company, to 事安信(北京)投資管理有限公司, a subsidiary of the Transferor, for a separate consideration and both transactions shall be conditional on each other to the effect that they shall be completed at the same time.

Upon completion of the both transactions, Shi Xin Eco-Maternal Care Limited will be interested in an aggregate of 105,815,008 shares of the Company, representing approximately 20.22% of the issued share capital of the Company and will become a substantial shareholder of the Company.

For further information relating to the Share Transaction, please refer to the announcement dated 15 July 2022 published by the Company.

2. Mr. Cheng Lut Tim is interested in Excellent Winning Investment Limited. By virtue of the SFO, Mr. Cheng Lut Tim is deemed to be interested in the shares held by Excellent Winning Investment Limited.
3. Timly Way Limited is a wholly-owned subsidiary of Platinum Holdings Company Limited, which is owned as to 36.05% by Keltyhill Incorporated, which is owned by Mr. Liu Chee Ming. By virtue of the SFO, each of Mr. Liu Chee Ming, Keltyhill Incorporated and Platinum Holdings Company Limited is deemed to be interested in the shares held by Timly Way Limited.
4. Mr. Liu Quanhui and Ms. Niu Fang are interested in State Energy. By virtue of the SFO, Mr. Liu Quanhui and Ms. Niu Fang are deemed to be interested in the shares held by State Energy.
5. The percentages may not add up to subtotal or total due to rounding.

By order of the Board
CCIAM Future Energy Limited
Chong Kok Leong
Executive Director

Hong Kong, 13 October 2022

As at the date hereof, the board of Directors comprises, Mr. Cheng Lut Tim, Mr. Chong Kok Leong and Mr. Zhuang Miao Zhong being executive Directors; and Mr. Choy Hiu Fai, Eric, Mr. Huang Lizhi and Mr. Lam Yau Fung, Curt being independent non-executive Directors.