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Prosperous Printing Company Limited

萬里印刷有限公司

(incorporated in Hong Kong with limited liability)

(Stock code: 8385)

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

Placing Agent



DL Securities (HK) Limited

References are made to the announcements of the Company dated 4 July 2023, 6 July 2023 and 24 July 2023 (the “**Announcements**”) in relation to the placing of the new Shares of the Company under the General Mandate. Capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements unless otherwise defined.

COMPLETION OF PLACING OF NEW SHARES UNDER THE GENERAL MANDATE

The Board is pleased to announce that all the conditions of the Placing Agreement (as supplemented by the First Supplemental Agreement and the Second Supplemental Agreement) have been fulfilled and an aggregate of 38,860,000 Placing Shares have been placed by the Placing Agent. Completion of the Placing took place on 14 August 2023. The Placing Shares have been allotted and issued to not less than six Placees at the Placing Price of HK\$0.11 per Placing Share pursuant to the terms and conditions of the Placing Agreement (as supplemented by the First Supplemental Agreement and the Second Supplemental Agreement), representing approximately 4.47% of the issued share capital of the Company as enlarged by the allotment and issue of the Placing Shares immediately upon completion of the Placing. To the best of the Directors’ knowledge, information and belief having made all reasonable enquiry, each of the Placees and their respective ultimate beneficial owners is an Independent Third

Party. None of the Placees has become a substantial Shareholder (as defined in the GEM Listing Rules) immediately after completion of the Placing. The net proceeds from the Placing are approximately HK\$4.08 million. The Company intends to use the net proceeds from the Placing for replenishing the working capital of the Group to support its business operations.

EFFECT ON SHAREHOLDING STRUCTURE OF THE COMPANY UPON COMPLETION OF THE PLACING

The shareholding structure of the Company immediately before completion of the Placing and upon completion of the Placing are set out as below:

	Immediately before completion of the Placing		Immediately upon completion of the Placing	
	<i>Number of Shares</i>	<i>Approximate % (Note 2)</i>	<i>Number of Shares</i>	<i>Approximate %</i>
Substantial Shareholder				
Mr. Lam Sam Ming (<i>Note 1</i>)	480,000,000	57.75	480,000,000	55.17
Public				
The Placees	—	—	38,860,000	4.47
Other public Shareholders	<u>351,120,000</u>	<u>42.25</u>	<u>351,120,000</u>	<u>40.36</u>
	<u>831,120,000</u>	<u>100.00</u>	<u>869,980,000</u>	<u>100.00</u>

Notes:

1. Mr. Lam Sam Ming is beneficially interested in the entire issued share capital of First Tech Inc. By virtue of the SFO, he is deemed to be interested in the 480,000,000 Shares beneficially owned by First Tech Inc.
2. The percentages are subject to rounding difference, if any.

By order of the Board
Prosperous Printing Company Limited
Lam Sam Ming
Chairman and executive Director

Hong Kong, 14 August 2023

As at the date of this announcement, the executive Directors are Mr. Lam Sam Ming, Ms. Chan Sau Po and Ms. Yao Yuan; and the independent non-executive Directors are Ms. Cheung Yin, Mr. Wong Hei Chiu and Mr. Leung Vincent Gar-Gene.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited 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 of the Stock Exchange’s website at www.hkexnews.hk for at least 7 days from the date of its publication and on the Company’s website at www.prosperous-printing-group.com.hk.