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ST INTERNATIONAL HOLDINGS COMPANY LIMITED

智紡國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8521)

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

Placing Agent



英皇證券有限公司
Emperor Securities Limited

The Board is pleased to announce that the conditions of the Placing set out in the Placing Agreement had been fulfilled and Completion took place on 25 October 2023 in accordance with the terms and conditions of the Placing Agreement.

A total of 96,000,000 Placing Shares, representing approximately 16.67% of the issued share capital of the Company as at the date of this announcement immediately after Completion, have been placed to not less than six Placees at the Placing Price of HK\$0.185 per Placing Share. The net proceeds from the Placing are approximately HK\$17.40 million.

Reference is made to the announcement of ST International Holdings Company Limited (“**Company**”) dated 11 October 2023 (“**Announcement**”) in relation to the Placing. Capitalised terms used in this announcement shall have the same meanings as defined in the Announcement unless otherwise stated.

COMPLETION OF THE PLACING

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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, is a third party independent of the Company and its subsidiaries and the connected persons of the Company and any of their respective associates; and (ii) save as disclosed in the paragraph headed "Effects on shareholding structure of the Company" below, none of the Placees or their respective associates has become a substantial Shareholder (as defined in the GEM Listing Rules) upon Completion.

Upon Completion, the gross proceeds from the Placing are approximately HK\$17.76 million and the net proceeds are approximately HK\$17.40 million (after deduction of commission and other expenses of the Placing). On such basis, the net issue price per Placing Share is approximately HK\$0.181. The Company intends to use the net proceeds arising from the Placing for replenishment of the working capital of the Company to support its business operations.

EFFECTS ON SHAREHOLDING STRUCTURE OF THE COMPANY

The table below sets out the changes to the shareholding structure of the Company as a result of Completion:

Shareholders	Immediately before Completion		Immediately after Completion and as at date of this announcement	
	No. of Shares	Approximate %	No. of Shares	Approximate % (Note 5)
Cosmic Bliss Investments Limited ("Cosmic Bliss") (Note 1)	5,000	0.00	5,000	0.00
Li Jian (Note 2)	89,495,000	18.64	89,495,000	15.54
Li Yingyang	81,595,000	17.00	81,595,000	14.17
Meta Tdex Technology LLC ("Meta Tdex") (Note 3)	96,000,000	20.00	96,000,000	16.67
Li Jun (Note 3)	4,510,000	0.94	4,510,000	0.78
Chen Simon Guomin (Note 4)	21,550,000	4.49	80,540,000	13.98
Public				
Other placees	–	–	37,010,000	6.43
Other public Shareholders	186,845,000	38.93	186,845,000	32.44
Total	480,000,000	100.00	576,000,000	100.00

Notes:

1. The entire issued share capital of Cosmic Bliss is owned by Mr. Wong Kai Hung Kelvin (“**Mr. Wong**”), an executive Director and the sole director of Cosmic Bliss. By virtue of the provisions in Part XV of the SFO, Mr. Wong is deemed to be interested in all the Shares held by Cosmic Bliss.
2. Mr. Li Jian is an executive Director.
3. To the best knowledge of the Directors having made reasonable enquiry, 71% of the issued share capital of Meta Tdex is owned by Mr. Li Jun. By virtue of the provisions in Part XV of the SFO, Mr. Li Jun is deemed to be interested in all the Shares held by Meta Tdex. Mr. Li Jun, in his capacity as the beneficial owner, is also interested in 4,510,000 Shares.
4. As informed by the Placing Agent, Chen Simon Guomin is one of the Placees and immediately prior to the Completion, Chen Simon Guomin owned 21,550,000 Shares, representing approximately 4.49% of the issued share capital of the Company immediately prior to the Placing.
5. Certain percentage figures included in this table have been subject to rounding adjustments. Accordingly, figures shown as totals may not be an arithmetic aggregation of the figures preceding them.

By order of the Board
ST International Holdings Company Limited
Wong Kai Hung Kelvin
Chairman and Executive Director

25 October 2023

As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Wong Kai Hung Kelvin, Mr. Xi Bin and Mr. Li Jian; one non-executive Director, namely Mr. Hung Yuk Miu; and three independent non-executive Directors, namely Mr. Sze Irons, BBS, JP, Mr. Fong Kin Tat and Mr. Ng Wing Heng Henry.

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 of the Stock Exchange’s website at www.hkexnews.hk for at least seven days from the date of publication and on the Company’s website at www.smart-team.cn.