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China Oral Industry Group Holdings Limited
中國口腔產業集團控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8406)

COMPLETION OF THE DISCLOSEABLE TRANSACTION

Reference is made to the announcement of China Oral Industry Group Holdings Limited (the “**Company**”) dated 4 January 2024 (the “**Announcement**”) in relation to a discloseable transaction relating to the proposed acquisition of the entire issued share capital of the Target Company. Terms used herein shall have the same meanings as defined in the Announcement unless otherwise stated.

The Board is pleased to announce that the conditions precedent under the Sale and Purchase Agreement have been fulfilled and the Completion has already taken place as of the date of this announcement. Immediately before the Completion, the Company had 960,000,000 Shares in issue. Upon the Completion, a total of 180,000,000 new Shares, representing approximately 15.79% of the issued share capital of the Company as at the date of this announcement (as enlarged by the issue of the Consideration Shares), have been duly allotted and issued as fully paid to the Vendor (Chen Rongren (陳榮任)), at the Issue Price of HK\$0.12 per Consideration Share under the General Mandate. To the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, immediately prior to Completion, the Vendor and his associates are third parties independent of the Company and its Connected Persons.

Set out below is the shareholding structure of the Company (i) immediately before the Completion; and (ii) immediately after the Completion:

	(i) Immediately before the Completion		(ii) Immediately after the Completion	
	<i>No. of Shares</i>	<i>approx. %</i>	<i>No. of Shares</i>	<i>approx. %</i>
RISEN THRIVE LIMITED ^(Note 1)	424,560,000	44.23%	424,560,000	37.24%
The Vendor	–	–	180,000,000	15.79%
Public Shareholders	535,440,000	55.77%	535,440,000	46.97%
Total	960,000,000	100.00%	1,140,000,000	100.00%

Note 1: RISEN THRIVE LIMITED, an investment holding company, is wholly and beneficially owned by Ms. Yan Ping who is the chairlady and an executive Director of the Company. Therefore, Ms. Yan Ping is deemed to be interested in the 424,560,000 Shares held by RISEN THRIVE LIMITED by virtue of her 100% shareholding interest in RISEN THRIVE LIMITED.

By Order of the Board
China Oral Industry Group Holdings Limited
Yan Ping
Chairlady and Executive Director

Hong Kong, 29 January 2024

As at the date of this announcement, the Board comprises Ms. Yan Ping, Mr. Liu Yao Guang and Mr. Xiao Jiansheng as executive Directors; and Ms. Shen Jindan, Ms. Deng Xin and Ms. Lian Jingyu as independent non-executive Directors.

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 website of The Stock Exchange of Hong Kong Limited at www.hkexnews.hk on the “Latest Listed Company Information” page for at least 7 days from the date of its posting and on the Company’s website at www.chinaoral.co.