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## **KFM KINGDOM HOLDINGS LIMITED**

### **KFM 金德控股有限公司**

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

**(Stock code: 3816)**

### **RESTORATION OF PUBLIC FLOAT**

References are made to (i) the announcement (the “**Closing Announcement**”) jointly issued by KIG Real Estate Holdings Limited (the “**Offeror**”) and KFM Kingdom Holdings Limited (the “**Company**”) dated 1 March 2024 in relation to, among other things, the close of the unconditional mandatory cash offer by Head & Shoulders Securities Limited for and on behalf of the Offeror to acquire all issued Shares (other than those already owned or agreed to be acquired by the Offeror and the parties acting in concert with it); and (ii) the announcement (the “**Grant of Waiver Announcement**”) of the Company dated 6 March 2024 in relation to, among other things, the grant of waiver from strict compliance with Rule 8.08(1)(a) of the Listing Rules from the Stock Exchange. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Closing Announcement and the Grant of Waiver Announcement.

### **RESTORATION OF PUBLIC FLOAT**

The Company was informed by the Offeror that it has entered into a placing agreement (the “**Agreement**”) with Head & Shoulders Securities on 4 March 2024 to place down up to 38,260,000 Shares (representing approximately 6.38% of the total issued share capital of the Company as at the date of this announcement) held by it (the “**Placing**”) at the Offer Price, in order to restore the public float of the Company to the minimum requirement of 25% under Rule 8.08(1)(a) of the Listing Rules. Completion of the Placing took place on 14 March 2024 and 38,260,000 Shares were placed through Head & Shoulders Securities to independent placees (the “**Placees**”). To the best of the knowledge, information and belief of the Directors, having made all reasonable enquiries, each of the Placees and their respective ultimate beneficial owner(s) (i) are

independent of and not connected with the Company and its connected person (as defined under the Listing Rules); and (ii) have not become a substantial shareholder of the Company immediately upon completion of the Placing.

Immediately upon completion of the Placing, a total of 150,000,988 Shares, representing approximately 25.00% of the total issued share capital of the Company as at the date of this announcement, are held by the public (within the meaning under the Listing Rules). As such, the minimum public float of the Company as required under Rule 8.08(1)(a) of the Listing Rules has been restored.

To the best of the knowledge, information and belief of the Directors, the table below sets out the shareholding structure of the Company (i) immediately after the close of the Offer and immediately prior to completion of the Placing; and (ii) immediately upon completion of the Placing and as at the date of this announcement:

	<b>Immediately after the close of the Offer and immediately prior to completion of the Placing</b>		<b>Immediately upon completion of the Placing and as at the date of this announcement</b>	
	<i>Approximate percentage of shareholding in the issued share capital of the Company</i>		<i>Approximate percentage of shareholding in the issued share capital of the Company</i>	
	<i>Number of Shares</i>		<i>Number of Shares</i>	
KIG Real Estate <sup>(1)</sup> and KIG Concert Parties	488,259,012	81.38	449,999,012	75.00
Public Shareholders	<u>111,740,988</u>	<u>18.62</u>	<u>150,000,988</u>	<u>25.00</u>
<b>TOTAL</b>	<u><u>600,000,000</u></u>	<u><u>100.00</u></u>	<u><u>600,000,000</u></u>	<u><u>100.00</u></u>

*Note:*

- As at the date of this announcement, KIG Real Estate was beneficially owned by Mr. Peter Sun, Mr. Wong, Mr. Yau, Mr. Yung, Mr. Lam Kin Shun, Mr. Chan Lin On, Mr. Yeung Man Chiu, Mr. Suen Fai Chuen Alan and Sunny Nova Limited (which is beneficially wholly-owned by Mr. He Lin) as to approximately 45.4%, 12.6%, 12.6%, 9.2%, 5.4%, 6.2%, 3.2%, 1.4% and 4.0%, respectively.

By order of the Board of  
**KFM KINGDOM HOLDINGS LIMITED**  
**Mr. Sun Kwok Wah Peter**  
*Chairman*

Hong Kong, 14 March 2024

*As at the date of this announcement, the executive Directors are Mr. Sun Kwok Wah Peter (Chairman) and Mr. Wong Chi Kwok; and the independent non-executive Directors are Mr. Wan Kam To, Ms. Zhao Yue and Mr. Shen Zheqing.*