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China Oriented International Holdings Limited **向中國國際控股有限公司**

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1871)

RESULTS OF THE RIGHTS ISSUE ON THE BASIS OF ONE (1) RIGHTS SHARE FOR EVERY TWO (2) SHARES HELD ON THE RECORD DATE

References are made to the prospectus of China Oriented International Holdings Limited (the “**Company**”) dated 20 February 2024 (the “**Prospectus**”) and the announcement of the Company dated 7 March 2024 in relation to, among other things, the number of Unsubscribed Rights Shares subject to the Compensatory Arrangements. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Prospectus.

RESULTS OF THE RIGHTS ISSUE AND THE COMPENSATORY ARRANGEMENTS

The Board is pleased to announce that as all the conditions set out in the Placing Agreement had respectively been fulfilled, and the Placing Agreement was not terminated by the Placing Agent, the Rights Issue became unconditional on Wednesday, 13 March 2024.

The total number of Rights Shares offered under the Rights Issue is up to 200,000,000 (the “**Offered Shares**”). As at 4:00 p.m. on Tuesday, 5 March 2024, being the Latest Time for Acceptance, a total of three valid applications had been received for a total of 32,018,192 Rights Shares, representing approximately 16.01% of the Offered Shares. The remaining 167,981,808 Unsubscribed Rights Shares, representing approximately 83.99% of the Offered Shares, were subject to the Compensatory Arrangements.

As at the Record Date, there were no Non-Qualifying Shareholders and the number of NQS Unsold Rights Shares was nil.

As at 5:00 p.m. on Tuesday, 12 March 2024, being the latest time of placing of the Unsubscribed Rights Shares, 3,940,000 Unsubscribed Rights Shares had been successfully placed to one independent placee at the price of HK\$0.20 per Unsubscribed Rights Share as follows:

Name of Placee	Number of Unsubscribed Rights Shares placed
Hao Zhenlian	3,940,000

The placee above (i) is an Independent Third Party; and (ii) has not become a substantial shareholder of the Company (as defined under the Listing Rules) upon completion of the Placing.

Since the placing price of the Unsubscribed Rights Shares is equal to the Subscription Price, there is no Net Gain available to be distributed to the No Action Shareholders under the Compensatory Arrangements.

USE OF PROCEEDS

The gross proceeds raised from the Rights Issue are approximately HK\$7.2 million and the net proceeds from the Rights Issue after deducting the relevant expenses are approximately HK\$6.1 million. As disclosed in the Prospectus, the Company intends to apply the net proceeds from the Rights Issue for the part repayment of the outstanding bank borrowings of the Group, upon the receipt of the proceeds.

EFFECT OF THE RIGHTS ISSUE ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

The following table sets out the shareholding structures of the Company immediately before and after completion of the Rights Issue (the “**Completion**”):

	Immediately before Completion		Immediately after Completion	
	<i>No. of Shares</i>	<i>Approximate %</i>	<i>No. of Shares</i>	<i>Approximate %</i>
Alpha Leap Holdings Limited (“ Alpha Leap ”) (Note 1)	206,400,000	51.6	206,400,000	47.3
Cosmic Hero Investments Limited (“ Cosmic Hero ”) (Note 2)	39,600,000	9.9	39,600,000	9.1
Greater Sino Ventures Limited (“ Greater Sino ”) (Note 3)	42,000,000	10.5	42,000,000	9.6
Other public Shareholders	112,000,000	28.0	144,018,192	33.0
Independent placees	–	–	3,940,000	1.0
Total	<u>400,000,000</u>	<u>100.00</u>	<u>435,958,192</u>	<u>100.00</u>

Notes:

1. *The entire issued share capital of Alpha Leap is owned by Mr. Qi Xiangzhong, an executive Director. Accordingly, Mr. Qi Xiangzhong and his spouse Ms. Gao Dongju (“Ms. Gao”) are deemed to be interested in all the Shares held by Alpha Leap for the purposes of Part XV of the SFO.*
2. *The entire issued share capital of Cosmic Hero is owned by Mr. Ling Wai Leung (“Mr. Ling”). Accordingly, Mr. Ling and his spouse Ms. Hui Ching Ping (“Ms. Hui”) are deemed to be interested in all the Shares held by Cosmic Hero for the purposes of Part XV of the SFO.*
3. *The entire issued share capital of Greater Sino is owned by Ample Star Global Limited (“Ample Star”), which is in turn owned by China Castson 81 Finance Company Limited (中國鑄晨81金融有限公司) (“China Castson”) (Stock code: 810), a company continued into Bermuda with limited liability and the shares of which are listed on the Main Board of the Stock Exchange. Accordingly, Ample Star and China Castson are deemed to be interested in the Shares in which Greater Sino is interested under Part XV of the SFO.*

DESPATCH OF SHARE CERTIFICATES

The share certificates for the fully-paid Rights Shares are expected to be posted on or before Wednesday, 20 March 2024 to those entitled thereto by ordinary post at their own risks.

COMMENCEMENT OF DEALINGS IN THE RIGHTS SHARES

Dealings in the fully-paid Rights Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Thursday, 21 March 2024.

By Order of the Board
China Oriented International Holdings Limited
Qi Xiangzhong
Chairman and Executive Director

Hong Kong, 19 March 2024

As at the date of this announcement, the board comprises Mr. Qi Xiangzhong and Ms. Zhao Yuxia as executive Directors; Dr. Yeung Cheuk Kwong as non-executive Director; Mr. Chan Siu Wah, Mr. Wan San Fai Vincent and Mr. Xu Jianpo as independent non-executive Directors.