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**EGL Holdings Company Limited**  
**東瀛遊控股有限公司**

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

**(Stock Code: 6882)**

**VOLUNTARY ANNOUNCEMENT –  
CHANGE IN SHAREHOLDING OF  
A CONTROLLING SHAREHOLDER**

The board (the “**Board**”) of directors (the “**Directors**”) of EGL Holdings Company Limited (the “**Company**”) was informed by Mr. Yuen Man Ying (the Chairman and an executive Director) (“**Mr. Yuen**”) and Mr. Leung Shing Chiu (an executive Director) (“**Mr. Leung**”), that: (i) the Shareholding Changes (as defined below) in relation to a controlling shareholder of the Company were completed on 26 March 2024; and (ii) the Executive Director of the Corporate Finance Division of the Securities and Futures Commission (the “**Executive**”) has issued a confirmation on 19 February 2024 confirming that no general offer obligation will arise pursuant to Note 6 to Rule 26.1 of The Code on Takeovers and Mergers and Share Buy-backs (the “**Takeovers Code**”) as a result of the Shareholding Changes.

**Shareholding structure of the Company before the Shareholding Changes**

As at the date of this announcement, the Company has 502,450,000 issued shares (the “**Shares**”), of which 301,642,000 Shares (representing approximately 60.03% of the Shares) are held by Evergloss Management Group Company Limited (“**Evergloss**”), a company incorporated under the laws of the British Virgin Islands (the “**BVI**”) with limited liability.

Prior to completion of the Shareholding Changes, the issued shares in Evergloss (the “**Evergloss Shares**”) were held, amongst others, as to:–

- (i) approximately 26.70% by Likang Limited (“**Likang**”), a company incorporated under the laws of BVI with limited liability, which also directly holds 3.85% of the Shares. The sole shareholder of Likang is Alpadis Trust (HK) Limited (the “**Yuen Family Trustee**”) as trustee of The Yuen Family 2014 Trust (the “**Yuen Family Trust**”). The Yuen Family Trust is a discretionary trust set up by Mr. Yuen whose discretionary objects are Ms. Lee Po Fun (wife of Mr. Yuen and an executive Director) (“**Ms. Lee**”) and Ms. Yuen Ho Yee (daughter of Mr. Yuen and an executive Director) (“**Ms. Yuen**”);
- (ii) approximately 23.53% by Yohki Ryokoh Limited (“**Yohki**”), a company incorporated under the laws of BVI with limited liability, which also directly holds 3.79% of the Shares. The sole shareholder of Yohki is Alpadis Trust (HK) Limited (the “**Yau Family Trustee**”) as trustee of The Happyyau Family Trust (the “**Happyyau Family Trust**”). The Happyyau Family Trust is a discretionary trust set up by Mr. Yau Shui Fung whose discretionary objects are Ms. Li Siu King (wife of Mr. Yau) and Tung Wah Group of Hospitals;
- (iii) approximately 23.08% by Kwok Lai Holdings Limited (“**Kwok Lai**”) a company incorporated in the BVI with limited liability, which also directly holds 3.33% of the Shares. The sole shareholder of Kwok Lai is Mr. Huen Kwok Chuen (an executive Director);
- (iv) approximately 9.95% by Mr. Leung (an executive Director), who also directly holds 1.44% of the Shares;
- (v) approximately 1.81% by Ms. Lee (an executive Director and wife of Mr. Yuen), who also directly holds 0.13% of the Shares; and
- (vi) approximately 1.81% by Ms. Yuen (an executive Director and daughter of Mr. Yuen and Ms. Lee).

### **The Shareholding Changes**

The following transfers of Evergloss Shares were completed on 26 March 2024 for family arrangement purposes (the “**Shareholding Changes**”):–

- (i) the Yuen Family Trustee distributed 1,500 shares in Evergloss to Ms. Lee as one of the discretionary objects of the Yuen Family Trust and, as a result, Likang transferred 1,500 shares in Evergloss (representing approximately 4.52% of the issued shares in Evergloss) to Ms. Lee on 26 March 2024;

- (ii) the Yuen Family Trustee distributed 1,500 shares in Evergloss to Ms. Yuen as one of the discretionary objects of the Yuen Family Trust and, as a result, Likang transferred 1,500 shares in Evergloss (representing approximately 4.52% of the issued shares in Evergloss) to Ms. Yuen on 26 March 2024; and
- (iii) Mr. Leung transferred 300 shares in Evergloss (representing approximately 0.90% of the issued shares in Evergloss) to his son Mr. Leung Chun Wing Jimmy (“**Mr. Jimmy Leung**”) on 26 March 2024.

The following table sets out the shareholding structure of Evergloss before and after completion of the Shareholding Changes:

Shareholders	Before the Shareholding Changes		Shareholding Changes	After the Shareholding Changes	
	No. of Evergloss Shares	%		No. of Evergloss Shares	%
Likang	8,850	26.70%	(3,000)	5,850	17.65%
Yohki	7,800	23.53%	–	7,800	23.53%
Kwok Lai	7,650	23.08%	–	7,650	23.08%
Mr. Leung	3,300	9.95%	(300)	3,000	9.05%
Mr. Lam Wai Man	1,650	4.98%	–	1,650	4.98%
Mr. Lui Lok Pun	1,650	4.98%	–	1,650	4.98%
Mr. Chong Cheung Po	1,050	3.17%	–	1,050	3.17%
Ms. Lee	600	1.81%	1,500	2,100	6.33%
Ms. Yuen	600	1.81%	1,500	2,100	6.33%
Mr. Jimmy Leung	0	0.00%	300	300	0.90%
<b>Total:</b>	<b>33,150</b>	<b>100%</b>		<b>33,150</b>	<b>100%</b>

The Shareholding Changes only relate to Evergloss Shares. Evergloss remains as a direct shareholder of 60.03% of the Shares after completion of the Shareholding Changes.

Although Likang has ceased to be the single largest shareholder of Evergloss, the number of Evergloss Shares held or controlled by members of the family of Mr. Yuen (in aggregate) remain unchanged at approximately 30.32%. There is also no change in the total number of Evergloss Shares held by members of the family of Mr. Leung (being 9.95%) as a result of the Shareholding Changes. As such, notwithstanding the Shareholding Changes, Evergloss remains a company controlled by members of the family of Mr. Yuen within the meaning of the Takeovers Code.

## **Confirmation issued by the Executive under Note 6 to Rule 26.1 of the Takeovers Code**

According to Rule 26.1 of the Takeovers Code, subject to the granting of a waiver by the Executive, when, *inter alia*, any person acquires, whether by a series of transactions over a period of time or not, 30% or more of the voting rights of a company, that person shall extend offers, on the basis set out in Rule 26 of the Takeovers Code, to the holders of each class of equity share capital of the company, whether the class carries voting rights or not, and also to the holders of any class of voting non-equity share capital in which such person, or persons acting in concert with him, hold shares.

Note 6 to Rule 26.1 of the Takeovers Code further states that, while the Executive accepts that the concept of persons acting in concert recognises a group as being the equivalent of a single person, the holdings of members and the membership of such groups may change at any time. This being the case, there will be circumstances when the acquisition of voting rights by one member of a group acting in concert from another member of the concert group or from a non-member, will result in the acquirer of the voting rights having an obligation to make an offer.

As the Shareholding Changes involved transfers contemplated under Note 6 to Rule 26.1 of the Takeovers Code, Mr. Yuen and Mr. Leung made a submission to the Executive seeking, amongst others, a confirmation that no general offer obligation will arise under the Takeovers Code as a result of the Shareholding Changes.

The Board was informed by Mr. Yuen and Mr. Leung that a confirmation was issued by the Executive on 19 February 2024 confirming that no general offer obligation will arise as a result of the Shareholding Changes pursuant to Note 6 to Rule 26.1 of the Takeovers Code.

The Directors believe that the Shareholding Changes, which merely took place for family arrangement purposes, will not have any material impact on the control and management of the Company.

On behalf of the Board  
**EGL Holdings Company Limited**  
**Yuen Man Ying**  
*Chairman and Executive Director*

Hong Kong, 26 March 2024

*As at the date of this announcement, the Board comprises six Executive Directors, namely Mr. Yuen Man Ying (Chairman), Mr. Huen Kwok Chuen, Mr. Leung Shing Chiu, Ms. Lee Po Fun, Ms. Yuen Ho Yee and Mr. Cheang Chuen Hon, and three Independent Non-executive Directors, namely Mr. Chan Kim Fai, Mr. Tang Koon Hung Eric and Ms. Wong Lai Ming.*