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## **Sterling Group Holdings Limited**

**美臻集團控股有限公司\***

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

**(Stock Code: 1825)**

### **COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE**

**Placing Agent**



References are made to the announcement of Sterling Group Holdings Limited (the “**Company**”) dated 30 July 2024 (the “**Announcement**”), in relation to the Placing of up to 48,000,000 Placing Shares under the General Mandate. Unless otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

#### **COMPLETION OF THE PLACING**

The Board is pleased to announce that all the conditions set out in the Placing Agreement had been fulfilled and the Completion took place on 16 August 2024. An aggregate of 48,000,000 Placing Shares have been placed by the Placing Agent to not less than six Placees at the Placing Price of HK\$0.11 per Placing Share pursuant to the terms and conditions of the Placing Agreement, representing approximately 16.7% of the issued share capital of the Company as enlarged by the allotment and issue of the Placing Shares immediately upon the Completion.

To the best of the Directors’ knowledge, information and belief and after having made all reasonable enquiries, (i) each of the Placees and where appropriate, their respective ultimate beneficial owners, is an Independent Third Party; and (ii) none of the Placees has become a substantial Shareholder (as defined under the Listing Rules) upon Completion.

The net proceeds from the Placing, after deduction of relevant related expenses (including but not limited to placing commission, legal expenses and disbursements), amounted to approximately HK\$5.12 million, representing a net issue price of approximately HK\$0.1067 per Placing Share. The Company intends to apply the entire net proceeds in the same manner as previously disclosed in the Announcement, namely, for working capital purposes.

## CHANGES IN THE SHAREHOLDING STRUCTURE OF THE COMPANY

To the best knowledge, information and belief of the Directors and based on the disclosure of interest filed by the substantial shareholder, the table below sets out the changes in the shareholding structure of the Company immediately before and after the Completion:

Shareholders	Immediately before the Completion		Immediately after the Completion	
	Number of Shares	Approximate % of total issued Shares	Number of Shares	Approximate % of total issued Shares
Public				
– Places	–	–	48,000,000	16.7%
– Other public shareholders	240,000,000	100%	240,000,000	83.3%
Total	<u>240,000,000</u>	<u>100%</u>	<u>288,000,000</u>	<u>100%</u>

By order of the Board  
**Sterling Group Holdings Limited**  
美臻集團控股有限公司\*  
**Wong Mei Wai Alice**  
*Chairperson, Executive Director and  
Chief Executive Officer*

Hong Kong, 16 August 2024

*As at the date of this announcement, Ms. Wong Mei Wai Alice is the executive Director and Chairperson, Mr. Siu Yik Ming, Mr. Chung Sam Kwok Wai, Mr. Leung Ka Wai and Mr. Ma Jian are the executive Directors, and Ms. Zhang Lingling and Mr. Chow Yun Cheung are the independent non-executive Directors.*

\* For identification purposes only