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## **LISI GROUP (HOLDINGS) LIMITED**

**利時集團（控股）有限公司**

*(Incorporated in Bermuda with limited liability)*  
**(Stock Code: 526)**

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

Reference is made to the announcement of the Company dated 15 September 2024 (the “**Announcement**”) in relation to, among others, the subscription of the Subscription Shares of the Company. Capitalised terms used in this announcement shall have the same meanings as defined in the Announcement unless otherwise stated.

#### **COMPLETION OF SUBSCRIPTION**

The Board is pleased to announce that as all Conditions Precedent set out in the Subscription Agreement have been fulfilled. Completion of the Subscription took place on 25 October 2024 in accordance with the terms and conditions of the Subscription Agreement.

An aggregate of 800,000,000 Subscription Shares, representing (i) approximately 9.95% of the existing issued share capital of the Company as at the date of this announcement; and (ii) approximately 9.05% of the issued share capital of the Company as enlarged by the allotment and issue of all the Subscription Shares, have been allotted and issued to the Subscriber at the Subscription Price of HK\$0.076 per Subscription Share.

The Company intends to apply the net proceeds from the Subscription of approximately HK\$60,450,000 as follows:

- (1) as to approximately 90% of the net proceeds will be utilized for funding of the potential acquisition (the “**Potential Acquisition**”) of Emerald Holding (Luxembourg) S.a.r.l by the Group, subject to the negotiations between the Group and the existing shareholder of Emerald and the progress of the deal; and
- (2) as to approximately 10% of the net proceeds will be used as general working capital of the Group,

provided that, if the Potential Acquisition does not proceed, the relevant portion of the net proceeds will be applied for general working capital of the Group and for funding other investment opportunities as may be identified from time to time. For details of the Potential Acquisition, please refer to the announcement of the Company dated 22 October 2024.

## **EFFECT ON THE SHAREHOLDING STRUCTURE OF THE COMPANY**

The following table illustrates the shareholding structure of the Company (i) immediately before the Completion; and (ii) immediately after the Completion:

|   | <b>Immediately before the Completion</b> |                      | <b>Immediately after the Completion</b> |                      |
|---|--|----------------------|---|----------------------|
|   | <i>Number of Shares</i>                  | <i>Approximate %</i> | <i>Number of Shares</i>                 | <i>Approximate %</i> |
| <b>Directors</b>  |  |                      |   |                      |
| Li Lixin <sup>(Note 1)</sup>  | 2,755,137,680                            | 34.25                | 2,755,137,680                           | 31.15                |
| Cheng Weihong <sup>(Note 2)</sup>   | 1,849,407,702                            | 22.99                | 1,849,407,702                           | 20.91                |
| <b>Substantial shareholder</b>  |  |                      |   |                      |
| Greater Bay Area Homeland Development Fund (GP) Limited <sup>(Note 3)</sup> | 927,790,000                              | 11.53                | 927,790,000                             | 10.49                |
| <b>Subscriber</b>   |  |                      |   |                      |
| Subscriber  | –  | –                    | 800,000,000                             | 9.05                 |
| <b>Other Public Shareholders</b>  | 2,511,685,009                            | 31.22                | 2,511,685,009                           | 28.40                |
|   | <u>8,044,020,391</u>                     | <u>100.00</u>        | <u>8,844,020,391</u>                    | <u>100.00</u>        |

*Notes:*

- (1) Mr. Li holds 17,822,000 Shares. 2,737,315,680 Shares are held by Lisi Manufacturing Co., Limited, the entire issued share capital of which is directly owned by Mr. Li.
- (2) 956,407,702 Shares are held by Mighty Mark Investments Limited, the entire issued share capital of which is owned by Ms. Cheng; and 893,000,000 Shares are held by Hopeful Glad Limited, the entire issued share capital of which is owned by Ms. Cheng.
- (3) Greater Bay Area Homeland Development Fund (GP) Limited is the general partner of Greater Bay Area Homeland Development Fund LP which owns the entire issued share capital of Poly Platinum Enterprises Limited. Poly Platinum Enterprises Limited holds 927,790,000 Shares.

By Order of the Board  
**Lisi Group (Holdings) Limited**  
**Li Lixin**  
*Chairman and Executive Director*

Hong Kong, 25 October 2024

*As at the date of this announcement, the Board comprises Mr Li Lixin, Mr Cheng Jianhe and Ms Jin Yaxue being the executive Directors, Mr He Chengying, Mr Shin Yick Fabian and Mr Kwong Kwan Tong being the independent non-executive Directors.*