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TONGDA HONG TAI HOLDINGS LIMITED

通達宏泰控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2363)

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

Placing Agent



Reference is made to the announcement (the “**Announcement**”) of Tongda Hong Tai Holdings Limited (the “**Company**”) dated 9 April 2021 in relation to the Placing. Unless otherwise defined, capitalised terms used in this announcement 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 have been fulfilled on 27 April 2021 and completion of the Placing took place on 3 May 2021 in accordance with the terms of the Placing Agreement. An aggregate of 37,800,000 Placing Shares, representing approximately 16.66% of the issued share capital of the Company immediately after completion of the Placing, have been successfully placed to not less than six Placees at the Placing Price of HK\$0.31 per Placing Share.

To the best of the Directors’ knowledge, information and belief, having made all reasonable enquiries, each of the Placees and where appropriate, their respective ultimate beneficial owners is an Independent Third Party, and none of the Placees has become a substantial Shareholder immediately upon completion of the Placing.

The net proceeds from the Placing, after deduction of all relevant expenses (including but not limited to placing commission, legal expenses and disbursements), are approximately HK\$11.0 million. The Company intends to apply the net proceeds in full from the Placing for repayment of outstanding bank loans.

EFFECT ON SHAREHOLDING STRUCTURE OF THE COMPANY

The shareholding structure of the Company (i) immediately before completion of the Placing; and (ii) immediately after completion of the Placing are set out below:

	Immediately before completion of the Placing		Immediately after completion of the Placing	
	<i>Number of Shares</i>	<i>Approx.%</i>	<i>Number of Shares</i>	<i>Approx.%</i>
Landmark Worldwide Holdings Limited (<i>Note 1</i>)	35,712,250	18.88%	35,712,250	15.74%
E-Growth Resources Limited (<i>Note 2</i>)	7,400,000	3.91%	7,400,000	3.26%
Mr. Wang Ya Nan (<i>Note 3</i>)	9,653,000	5.10%	9,653,000	4.25%
Mr. Wong Ah Yu (<i>Note 4</i>)	2,411,000	1.28%	2,411,000	1.06%
Mr. Wong Ah Yeung (<i>Note 5</i>)	2,982,500	1.58%	2,982,500	1.32%
Mr. Wang Ya Hua (<i>Note 6</i>)	2,280,500	1.21%	2,280,500	1.00%
The Places	–	–	37,800,000	16.66%
Other public Shareholders	128,676,388	68.04%	128,676,388	56.71%
Total	189,115,638	100.00%	226,915,638	100.00%

Notes:

- Landmark Worldwide Holdings Limited is an investment holding company incorporated in the British Virgin Islands with limited liability, the issued share capital of which is beneficially owned as to 25% by each of Mr. Wong Ah Yu, an executive Director, Mr. Wang Ya Nan, a non-executive Director, Mr. Wong Ah Yeung and Mr. Wang Ya Hua.
- E-Growth Resources Limited is an investment holding company incorporated in the British Virgin Islands with limited liability, the issued share capital of which is wholly and beneficially owned by Mr. Wang Ya Nan. Under the SFO, Mr. Wang Ya Nan is deemed to be interested in 7,400,000 Shares held by E-Growth Resources Limited.

3. Mr. Wang Ya Nan is the younger brother of Mr. Wong Ah Yeung, Mr. Wong Ah Yu and Mr. Wang Ya Hua.
4. Mr. Wong Ah Yu is the younger brother of Mr. Wong Ah Yeung and the elder brother of Mr. Wang Ya Hua and Mr. Wang Ya Nan.
5. Mr. Wong Ah Yeung is the elder brother of Mr. Wong Ah Yu, Mr. Wang Ya Hua and Mr. Wang Ya Nan.
6. Mr. Wang Ya Hua is the elder brother of Mr. Wang Ya Nan and the younger brother of Mr. Wong Ah Yeung and Mr. Wong Ah Yu.

By order of the Board
Tongda Hong Tai Holdings Limited
Wang Ya Nan
Chairman

Hong Kong, 3 May 2021

As at the date of this announcement, the executive Directors are Mr. Wong Ming Li, Mr. Wong Ah Yu and Mr. Wang Ming Zhi; the non-executive Director is Mr. Wang Ya Nan; and the independent non-executive Directors are Ms. Leung Pik Kwan, Mr. Sun Wai Hong and Mr. Wu Kin San Alfred.