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EJE (HONG KONG) HOLDINGS LIMITED

壹家壹品 (香港) 控股有限公司 *

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8101)

SUPPLEMENTAL ANNOUNCEMENT

REGARDING

(I) PLACING OF NEW SHARES UNDER GENERAL MANDATE;

AND

**(II) CLARIFICATION FOR SUBSTANTIAL SHAREHOLDERS IN RELATION TO
INTERIM REPORT FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2020**

Placing Agent



Kingkey Securities Group Limited

Reference is made to the announcement of EJE (Hong Kong) Holdings Limited (the “Company”) dated 29 January 2021 in relation to the (i) placing of new Shares under General Mandate (the “Announcement”). Capitalised terms used herein, unless otherwise defined, shall have the same meanings as those defined in the Announcement.

The Board wishes to provide the Shareholders and potential investors of the Company with additional information in relation to the Share Placing and further clarification on substantial shareholder’s position.

** For identification purposes only*

USE OF NET PROCEEDS

The Company intends to apply (i) approximately HK\$11.0 million of the net proceeds from the Placing for the repayment of a term loan and (ii) approximately HK\$7.0 million of the net proceeds from the Placing for the repayment of overdraft facility. The remaining Net Proceeds of approximately HK\$3,705,800 of the net proceeds from the Placing, will serve as general working capital of the Group.

Note: the term loan is a HK\$11 million one-year term loan suppose expire and fall due on 5 August 2021; the overdraft facility is a HK\$20 million overdraft facility provided by Bank of China (Hong Kong) Limited, which the Company had utilized approximately HK\$18.8 million as of the announcement date.

EFFECTS ON SHAREHOLDING STRUCTURE OF THE COMPANY

In addition to the information disclosed under the heading “EFFECTS ON SHAREHOLDING STRUCTURE OF THE COMPANY” on page 6 of the Announcement, the Company would like to provide below information regarding the impact of Placing on the Company’s substantial shareholder’s position:

Reference is made to the Company Circular dated 23 June 2017, Legendary Idea Limited (“Legendary Idea”) shall deemed to have 1,927,272,727 shares of interest in the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO and section 336 of the SFO when the acquisition of the Pioneer One Investment Limited is completed and 1,927,272,727 Conversion Shares being issued and allotted to them as the consideration. As the acquisition of the Pioneer One Investment Limited was completed on 1 August 2017, the deemed shares of interest of Legendary Idea in the Company is approximately 66.64% based on 289,200,000 currently issued ordinary shares. Assuming that there is no change in the issued share capital of the Company between the date of the Placing announcement and the completion of the Placing, the deemed shares of interest of Legendary Idea in the Company shall become approximately 55.53% based on the enlarged 347,040,000 shares.

Note: the 1,927,272,727 Conversion Shares hold by Legendary Idea are now being consolidated into 192,727,273 Conversion Shares following the share consolidation for 10 previous shares of par value of HK\$0.025 each be consolidated into 1 consolidated share effective from 1 September 2020 (detail please refer to Company announcement – Proposed Share Consolidation dated 21 July 2020 and Circular dated 13 August 2020).

CLARIFICATION FOR SUBSTANTIAL SHAREHOLDERS IN RELATION TO INTERIM REPORT FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2020

Reference is made to the clarification announcement of the Company dated 14 January 2021 (the “Clarification Announcement”). Unless otherwise stated, capitalised terms used herein shall bear the same meanings as defined in the Clarification Announcement.

Further to the information disclosed in the Clarification Announcement, the Company wishes to provide the following supplemental information regarding the interests held by substantial shareholders in the Company. The paragraph headed “SUBSTANTIAL SHAREHOLDERS” on page 1 of the Clarification Announcement shall be deleted in its entirety and replaced as follows:

SUBSTANTIAL SHAREHOLDERS

So far as known to any Directors as at 30 September 2020, the following interests of 5% or more of the issued share capital of the Company were recorded in the register of interests required to be kept under Section 336 of the SFO:

| Name of shareholders | Capacity | Number of shares interested | Percentage of shareholdings |
|--|--|-----------------------------|-----------------------------|
| Legendary Idea Limited | Beneficial owner (<i>Note 1</i>) | 192,727,273 | 66.64% |
| Corsello Investments Limited | Interest of a controlled corporation (<i>Note 1</i>) | 192,727,273 | 66.64% |
| Tian Cheng Ventures Limited | Interest of a controlled corporation (<i>Note 1</i>) | 192,727,273 | 66.64% |
| Chang Tin Duk, Victor | Interest of a controlled corporation (<i>Note 1</i>) | 192,727,273 | 66.64% |
| Qin Yuquan | Interest of a controlled corporation (<i>Note 1</i>) | 192,727,273 | 66.64% |
| Lai Yongmei | Interest of spouse (<i>Note 2</i>) | 192,727,273 | 66.64% |
| Tong Shing Ann, Sharon | Interest of spouse (<i>Note 3</i>) | 192,727,273 | 66.64% |
| Sau San Tong China Development Limited | Beneficial owner | 22,172,800 | 7.67% |
| Sau San Tong Holdings Limited | Interest of a controlled corporation | 22,172,800 | 7.67% |
| H N Group Limited | Beneficial owner | 20,772,000 | 7.18% |

Note:

1. Legendary Idea Limited is beneficially owned as to 50% by Corsello Investments Limited and 50% by Tian Cheng Ventures Limited. In return, Corsello Investments Limited is wholly owned by Mr. Chang Tin Duk, Victor. And, Tian Cheng Ventures Limited is wholly owned by Mr. Qin Yuquan. Accordingly, Mr. Chang Tin Duk, Victor and Mr. Qin Yuquan are deemed to be interested in the 192,727,273 shares of the Company held by Corsello Investments Limited and Tian Cheng Ventures Limited respectively under the SFO.

2. Ms. Lai Yongmei, the spouse of Mr. Qin Yuquan, is deemed, or taken to be, interested in the 192,727,273 shares of the Company in which Mr. Qin Yuquan is interested for the purpose of the SFO.
3. Ms. Tong Shing Ann, Sharoi, the spouse of Mr. Chang Tin Duk, Victor, is deemed, or taken to be, interested in the 192,727,273 shares of the Company in which Mr. Chang Tin Duk, Victor is interested for the purpose of the SFO.

Save as disclosed above, as at 30 September 2020, the Directors are not aware of any other person (other than the Directors) who has an interest or short position in the shares or underlying shares (including interest in options, if any) of the Company as recorded in the register required to be kept under section 336 of the SFO.

The above clarification does not affect other information contained in the Interim Report and save as disclosed in this announcement, the remaining contents of the Interim Report remain unchanged.

By Order of the Board
EJE (Hong Kong) Holdings Limited
Mr. Chau Tsz Kong Alan
Executive Director

Hong Kong, 9 February 2021

As at the date of this announcement, the executive Directors are Mr. Qin Yuquan, Mr. Hung Cho Sing and Mr. Chau Tsz Kong Alan; and the independent nonexecutive Directors are Mr. Tang Kin Chor, Mr. Chan Chun Wing and Mr. Yiu Shung Kit.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Company Announcements” page of the website of GEM at <http://www.hkgem.com> for a minimum period of seven days from the date of its publication and on the Company’s website at <http://www.ejeliving.com>.