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Hephaestus Holdings Limited

客思控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8173)

RESTORATION OF PUBLIC FLOAT

References are made to (i) the composite offer and response document (the “**Composite Document**”) jointly issued by Hong Kong Jun Tai Ting Investment Company Limited (the “**Offeror**”) and Hephaestus Holdings Limited (the “**Company**”) dated 28 December 2021 in relation to the Offer; (ii) the announcement (the “**Joint Announcement**”) dated 18 January 2022 jointly issued by the Offeror and the Company in relation to, among others, the close of Offer; and (iii) the announcement (the “**Announcement**”) of the Company dated 31 January 2022 in relation to the grant of waiver from strict compliance with Rule 11.23(7) of the GEM Listing Rules for a period from 18 January 2022 to 18 February 2022. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Composite Document, the Joint Announcement and the Announcement.

RESTORATION OF PUBLIC FLOAT

The Company was informed by the Offeror that 4,000,000 Shares, representing approximately 1.86% of the issued share capital of the Company as at the date of this announcement has been placed through the placing agent to independent placee on 14 February 2022. To the best of the Directors’ knowledge, information and belief, having made all reasonable enquiries, the placees are not connected persons (as defined in the GEM Listing Rules) of the Company. None of the placees or their respective ultimate beneficial owners under the Placing has become a substantial shareholder of the Company immediately upon completion of the Placing.

Immediately upon completion of the Placing, a total of 56,277,887 Shares, representing approximately 26.13% of the issued share capital of the Company, are held by the public. As such, the public float of the Company has been restored to at least 25% of the issued share capital of the Company in compliance with Rule 11.23(7) of the GEM Listing Rules

with effect from completion of the Placing. The following is a summary of the shareholding structure of the Company immediately before and immediately after completion of the Placing and as at the date of this announcement:

	Immediately before completion of the Placing		Immediately after completion of the Placing and as at the date of this announcement	
	<i>Number of Shares</i>	<i>Appr %</i>	<i>Number of Shares</i>	<i>Appr %</i>
Offeror and parties acting in concert with it	163,068,639	75.72	159,068,639	73.87
Public Shareholders	<u>52,277,887</u>	<u>24.28</u>	<u>56,277,887</u>	<u>26.13</u>
Total	<u>215,346,526</u>	<u>100.00</u>	<u>215,346,526</u>	<u>100.00</u>

By order of the Board
Hephaestus Holdings Limited
Chan Norman Enrique
Executive Director

Hong Kong, 14 February 2022

As at the date of this announcement, the Board comprised two executive Directors, Mr. Chan Norman Enrique and Mr. Lee Alex Kam-fai and three independent non-executive Directors, Mr. Kwong U Hoi Andrew, Mr. Wong Jonathan and Mr. Chi Chi Hung Kenneth.

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 website of the GEM of The Stock Exchange of Hong Kong Limited at www.hkgem.com on the "Latest Listed Company Information" page for at least 7 days from the date of its posting and on the website of the Company at www.hephaestus.com.hk.