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FUTURE DATA GROUP LIMITED

未來數據集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8229)

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

Placing Agent



Reference is made to the announcements of Future Data Group Limited (the “**Company**”) dated 6 July 2023 and 27 July 2023 (the “**Announcements**”) in relation to the placing of new shares under general mandate. Unless the context requires otherwise, capitalised terms used in this announcement shall have the same meaning as those defined in the Announcements.

COMPLETION OF THE PLACING

The Board is pleased to announce that the Conditions set out in the Placing Agreement, the Supplemental Agreement and the Second Supplemental Agreement have been fulfilled and completion of the Placing (“**Completion**”) took place on 24 August 2023. An aggregate of 66,005,000 Placing Shares have been successfully placed by the Placing Agent to not less than six Placees at the Placing Price of HK\$0.79 per Placing Share pursuant to the terms and conditions of the Placing Agreement. To the best knowledge, information and belief of the Directors having made all reasonable enquiries, the Placees and their respective ultimate beneficial owners (where applicable) are Independent Third Parties. None of the Placees has become a substantial shareholder (as defined under the GEM Listing Rules) of the Company upon Completion.

The 66,005,000 Placing Shares represent approximately 13.75% of the existing issued share capital of the Company immediately before Completion and approximately 12.09% of the issued share capital of the Company as enlarged by the allotment and issue of the Placing Shares immediately upon Completion.

The net proceeds from the Placing (after deduction of commission and other expenses of the Placing) amounted to approximately HK\$51.70 million, which are intended to be used as to (i) approximately HK\$15 million for the repayment of the Group's indebtedness; (ii) approximately HK\$32.70 million for the exploring business opportunities and/or investment in business(es) or the latest technologies should suitable opportunities arise; and (iii) approximately HK\$4 million for the working capital of the Group.

EFFECTS ON SHAREHOLDING STRUCTURE OF THE COMPANY

The shareholding structure of the Company (i) immediately before Completion; and (ii) immediately upon Completion and as at the date of this announcement is as follows:

	Immediately before Completion		Immediately upon Completion and as at the date of this announcement	
	Number of Shares	Approx. % (Note 1)	Number of Shares	Approx. % (Note 1)
Gorgeous Real Investment Holding Limited (Notes 2, 4)	142,411,750	29.67	142,411,750	26.08
Variant Wealth Investment Development Limited (Notes 3, 4)	100,000,000	20.83	100,000,000	18.32
Mr. Tao Guolin (Notes 3, 4)	22,917,327	4.77	22,917,327	4.20
Mr. Tao Jian (Note 4)	20,000,000	4.17	20,000,000	3.66
LiquidTech Limited (Note 5)	14,000,000	2.92	14,000,000	2.56
Public Shareholders				
The Placees	–	–	66,005,000	12.09
Other Public Shareholders	180,670,923	37.64	180,670,923	33.09
Total	<u>480,000,000</u>	<u>100.00</u>	<u>546,005,000</u>	<u>100.00</u>

Notes:

- The above percentage figures are subject to rounding adjustments. Accordingly, figures shown as totals may not be an arithmetic aggregation of the figures preceding them.
- Gorgeous Real Investment Holding Limited is beneficially and wholly owned by Ms. Tao Hongxia, an executive Director and the chairlady of the Board.

3. Variant Wealth Investment Development Limited is beneficially and wholly owned by Mr. Tao Guolin, an executive Director.
4. Mr. Tao Jian is the brother of Ms. Tao Hongxia (an executive Director and the chairlady of the Board) and Mr. Tao Guolin (an executive Director).
5. LiquidTech Limited is wholly owned by Asia Media Systems Pte. Ltd. (“AMS”) which in turn is owned by Mr. Suh Seung Hyun, Mr. Lee Seung Han, Mr. Phung Nhuong Giang, Mr. Park Hyeoung Jin, Mr. Lee Sung Gue, Mr. Lee Je Eun and Ms. Marilyn Tang as to approximately 25.34%, 22.71%, 18.14%, 14.03%, 14.03%, 3.40% and 2.35%, respectively. Ms. Marilyn Tang is the owner of approximately 2.35% of the issued shares of AMS and the spouse of Mr. Phung Nhuong Giang. As such, Mr. Phung Nhuong Giang is deemed to be interested in all the Shares in which Ms. Marilyn Tang is interested under Part XV of the SFO. Mr. Lee Seung Han is an executive Director as at the date of this announcement, whereas each of Mr. Suh Seung Hyun and Mr. Phung Nhuong Giang was an executive Director who resigned from such position with effect from 31 October 2022.

By order of the Board of
Future Data Group Limited
Tao Hongxia
Chairlady and Executive Director

Hong Kong, 24 August 2023

As at the date of this announcement, the executive Directors are Ms. Tao Hongxia, Mr. Lee Seung Han, Mr. Tao Guolin and Mr. Cheung Ting Pong and the independent non-executive Directors are Mr. Chan Kin Ming, Mr. Lam Chi Cheung Albert and Mr. Leung Louis Ho Ming.

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 Listed Company Information” page of the website of the Stock Exchange at www.hkexnews.hk for at least seven days from the day of its publication. This announcement will also be published on the Company’s website at www.futuredatagroup.com.