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世大控股有限公司  
**GREAT WORLD COMPANY HOLDINGS LTD**  
*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 8003)**

**COMPLETION OF ISSUE OF CONVERTIBLE NOTES  
UNDER GENERAL MANDATE**

Reference is made to the announcements of Great World Company Holdings Ltd (the “**Company**”) dated 25 June 2023, 21 July 2023, 23 August 2023 and 22 September 2023 in relation to the issuance of the Convertible Notes to the eight Subscribers pursuant to the Subscription Agreements under the General Mandate by the Company (the “**Announcements**”). Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

**COMPLETION OF THE ISSUE OF THE CONVERTIBLE NOTES**

The Board is pleased to announce that the conditions precedent set out in the Subscription Agreements have been fulfilled, and that completion of the issue of the Convertible Notes took place on 23 October 2023. The Convertible Notes in the aggregate principal amount of HK\$1,997,960 have been issued to the Subscriber D, E, F and G in accordance with the terms and conditions of the Subscription Agreements. Based on the initial Conversion Price HK\$1 per Conversion Share, the Convertible Notes are convertible into 1,997,960 Conversion Shares, representing 0.6% of issued share capital of the Company as enlarged by the issue of the Conversion Shares.

The net proceeds from the issue of the Convertible Notes are approximately HK\$1,997,960, net of professional fees and expenses. Details on the proposed use of net proceeds from the issue of the Convertible Notes was disclosed in the Announcements.

## EFFECT ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

For illustration purposes only, the following table sets out the shareholding structure of the Company (a) as at the date of this announcement and (b) immediately after the allotment and issue of the Conversion Shares upon full conversion of the Convertible Notes at the initial Conversion Price of HK\$1 into Conversion Shares (assuming that there will be no change (i) of ownership of the Convertible Note after issue; and (ii) in the number of Shares in issue from the date of this announcement to the date of such issue).

Name of Shareholder	As at the date of this announcement		Immediately after exercise of the conversion rights under the Convertible Notes	
	Number of Shares	Approximate % shareholding	Number of Shares	Approximate % shareholding
Win Bless Limited 讚勝有限公司 (Note 1)	47,378,000	14.35	47,378,000	14.26
Gold City Assets Holdings Ltd. (Note 2)	33,792,000	10.23	33,792,000	10.17
Ms. Lin Shunping (Note 3)	19,900,000	6.03	19,900,000	5.99
The Subscribers	–	–	1,997,960	0.60
Other Shareholders	<u>229,201,600</u>	<u>69.39</u>	<u>229,201,600</u>	<u>68.98</u>
Total	<u>330,271,600</u>	<u>100.00</u>	<u>332,269,560</u>	<u>100.00</u>

*Notes:*

1. These shares are held by Win Bless Limited, a company incorporated in Hong Kong of which the issued share capital is beneficially owned by Mr. Zhao Xinyan, an executive director of the Company.
2. These shares are held by Gold City Assets Holdings Ltd., a company incorporated in the British Virgin Islands of which the issued share capital is beneficially owned by Ms. Ng Mui King, Joky, an ex-non-executive director of the Company.
3. The shares were issued to Ms. Lin Shunping on 27 March 2020, pursuant to the convertible notes issued by the Company on 30 March 2015.

By order of the Board  
**Great World Company Holdings Ltd**  
**Zhao Xinyan**  
*Chairman*

Hong Kong, 23 October 2023

*As at the date of this announcement, the Board comprises (i) three executive directors, namely Mr. Zhang Yanqiang, Mr. Gu Zhonghai and Mr. Zhao Xinyan; (ii) three independent non-executive directors, namely Mr. Chung Koon Yan, Ms. Zhao Yongmei and Mr. Jing Baoli.*

*This announcement, for which the directors of the Company (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 GEM website ([www.hkgem.com](http://www.hkgem.com)) for at least 7 days from the date of its publication and on the Company’s website ([www.gwchl.com](http://www.gwchl.com)).*