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Tomson Group

RIVERA (HOLDINGS) LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 281)

RESTORATION OF MINIMUM PUBLIC FLOAT OF THE SHARES

References are made to (i) the joint announcement of Rivera (Holdings) Limited (the “**Company**”) and Step Famous Investment Limited (the “**Offeror**”) dated 25 February 2019 in relation to, among others, the close of the voluntary unconditional general cash offer made by Able Capital Partners Limited on behalf of the Offeror (the “**Offer**”), the results of the Offer and the public float of the Company; (ii) the announcement of the Company dated 28 February 2019 in relation to the grant of a temporary waiver by the Stock Exchange from strict compliance with the minimum public float requirement of 25% as prescribed under Rule 8.08(1)(a) of the Listing Rules (the “**prescribed minimum public float requirement**”) (the “**Waiver**”); (iii) the announcement of the Company dated 24 May 2019 in relation to, among others, update on the public float status of the Company; and (iv) the announcement of the Company dated 20 June 2019 in relation to the grant of extension of the Waiver (the “**Waiver Extension Announcement**”, together with the aforesaid announcements, the “**Announcements**”).

Unless otherwise defined, capitalised terms used in this announcement shall have the same respective meanings as set out in the Announcements.

FURTHER DISPOSAL OF SHARES HELD BY THE OFFEROR

As disclosed in the Waiver Extension Announcement, the Offeror has taken steps to restore the minimum public float of the Company after the close of the Offer and following the grant of the Waiver by (i) disposal of a total of 106,136,000 Shares through on-market sales and placing down in May 2019; and (ii) disposal of a total of 8,700,000 Shares on the open market in June 2019.

Subsequent to the publication of the Waiver Extension Announcement, the Company was informed by the Offeror that the Offeror further sold down on the open market a total of 15,300,000 Shares during the period from 21 June 2019 to 9 July 2019 (“**Further On-Market Sales**”).

SUFFICIENCY OF THE COMPANY'S PUBLIC FLOAT

Immediately after completion of the transfer of all of the Shares sold through Further On-Market Sales and assuming that there is no other change to the shareholding structure of the Company since the date of this announcement, a total of 652,437,728 Shares will be held by the "public" (within the meaning of such term under the Listing Rules), representing approximately 25.0115% of the total Shares as at the date of this announcement, thereby satisfying the prescribed minimum public float requirement.

The following is a summary of the shareholding structure of the Company immediately after completion of all of the transfer of the Shares sold through Further On-Market Sales (assuming that there is no other change to the shareholding structure of the Company since the date of this announcement):

Shareholders	Number of Shares held	Approximate shareholding % to total Shares
Offeror	396,878,888	15.2146
Offeror Concert Parties		
– Madam Hsu ^(Note 1)	317,178,162	12.1592
– Mr Albert Tong	103,210,000	3.9566
– Mr Charles Tong	103,210,000	3.9566
– Tomson ^(Note 2)	255,676,326	9.8015
Sub-total	<u>1,176,153,376</u>	<u>45.0885</u>
Shanghai Zhangjiang Hi-Tech Park Development Co., Ltd. ^(Note 3)	779,955,407	29.9000
Public Shareholders	<u>652,437,728</u>	<u>25.0115</u>
Total number of Shares as at the date of this announcement	<u><u>2,608,546,511</u></u>	<u><u>100.0000</u></u>

Notes:

1. As at the date of this announcement, 42,200,000 Shares in aggregate are held by Brightsec, Nankeen, Nomsec No. 1 and Nomsec No. 2 as nominees for Madam Hsu.
2. As at the date of this announcement, these Shares are beneficially held by Cosmos Success Development Limited which is an indirect wholly-owned subsidiary of Tomson.
3. As at the date of this announcement, these Shares are beneficially held by Best Central Developments Limited, an indirect wholly-owned subsidiary of Shanghai Zhangjiang Hi-Tech Park Development Co., Ltd..
4. All percentages in the above table are approximations.

By order of the board of directors of
RIVERA (HOLDINGS) LIMITED
Liu Ying
Non-Executive Chairman

Hong Kong, 9 July 2019

As at the date of this announcement, the board of directors of the Company comprises (a) a non-executive chairman, namely Madam Liu Ying; (b) four executive directors, namely Madam Hsu, Mr Albert Tong, Mr Wang Fahua and Madam Fan Suxia; (c) one non-executive director, namely Mr Sung Tze-Chun; and (d) three independent non-executive directors, namely Mr Zhang Hong Bin, Mr Sit Hing Kwok and Mr Hung Wai Lung Ricky.