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**Jiyi Holdings Limited**  
**集一控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1495)**

## **COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE**

**Placing Agent**



The Board is pleased to announce that all conditions to the Placing Agreement have been fulfilled and completion of the Placing took place on 31 May 2022. A total of 41,431,833 Placing Shares have been successfully placed by the Placing Agent to not less than six Places at the Placing Price of HK\$0.57 per Placing Shares pursuant to the terms and conditions of the Placing Agreement.

References are made to the announcement of Jiwi Holdings Limited (the “**Company**”) dated 20 May 2022 (the “**Announcement**”). Unless otherwise stated, capitalized terms used herein shall bear the same meanings as those defined in the Announcement.

## **COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE**

The Board is pleased to announce that all conditions to the Placing Agreement have been fulfilled and completion of the Placing took place on 31 May 2022. A total of 41,431,833 Placing Shares have been successfully placed by the Placing Agent to not less than six Placees at the Placing Price of HK\$0.57 per Placing Shares pursuant to the terms and conditions of the Placing Agreement, representing approximately 3.86% of the issued share capital of the Company as enlarged by the allotment and issue of the Placing Shares immediately upon completion of the Placing.

To the best of the Directors’ knowledge, information and belief, having made all reasonable enquiries, the Placees and their respective ultimate beneficial owners (if any) are professional, institutional, or other investors who are third parties independent of the Company and its connected persons, the net proceeds (after deducting the placing commission and other related expenses and professional fees) from the Placing amounted to approximately HK\$23.3 million.

The Company intends to use such net proceeds as working capital to finance the expansion of the Group’s existing business segment of the sale and distribution of merchandise by allowing it to take on new customer orders on a greater scale.

## EFFECT ON THE SHAREHOLDING OF THE COMPANY FOLLOWING COMPLETION OF THE PLACING

To the best of the Directors' knowledge, information and belief after having made all reasonable enquiries, hereinbelow is the shareholding structure of the Company immediately before and after completion of the Placing:

Shareholders	Shareholding before completion of the Placing		Shareholding upon completion of the Placing	
	<i>Number of shares</i>	<i>% (Note 1)</i>	<i>Number of shares</i>	<i>%</i>
Hou Wei (Note 2)	547,951,431	53.15	547,951,431	51.10
Cithara Global Multi-Strategy SPC	64,000,000	6.21	64,000,000	5.97
Yiju Holdings Limited (Note 3)	55,263,000	5.36	55,263,000	5.15
Placees	0	0.00	41,431,833	3.86
Public Shareholders	363,725,348	35.28	363,725,348	33.92
Total	<u>1,030,939,779</u>	<u>100.00</u>	<u>1,072,371,612</u>	<u>100.00</u>

Notes:

- The percentage figures were calculated based on 1,030,939,779 Shares with a par value of HK\$0.1 each in issue as of 31 May 2022.
- As at the date of this announcement, Xinling Limited was the registered holder of 449,198,363 Shares and Ms. Hou Wei is the sole shareholder of Xinling Limited. Under Part XV of the SFO, Ms. Hou Wei was therefore deemed to have interest in 449,198,363 Shares in which Xinling Limited was interested. Ms. Hou Wei also had a personal shareholding of 98,753,068 Shares.
- As at the date of this announcement, Yiju Holdings Limited was the registered holder of 55,263,000 Shares and Mr. Liu Shui is the sole shareholder of Yiju Holdings Limited. Under Part XV of the SFO, Mr. Liu Shui was therefore deemed to have interests in 55,263,000 Shares in which Yiju Holdings Limited was interested.

By order of the Board of  
**Jiyi Holdings Limited**  
**Hou Wei**  
*Chairlady*

Hong Kong, 31 May 2022

*As at the date of this announcement, Ms. Hou Wei, Mr. Liu Xianxiu and Mr. Yang Baikang are the executive directors of the Company, Mr. Hou Bo is the non-executive director of the Company, and Mr. Ye Yihui, Mr. Ho Hin Yip and Mr. Hou Lianchang are the independent non-executive directors of the Company.*