

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

## **Deyun Holding Ltd.**

### **德運控股有限公司\***

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

**(Stock Code: 1440)**

## **RESTORATION OF PUBLIC FLOAT**

References are made to (i) the announcement jointly issued by Deyun Holding Ltd. (the “**Company**”) and Glorious Way Investments Limited (the “**Offeror**”) dated 27 June 2022 in respect of, among others, the mandatory unconditional cash offer by Dakin Securities Limited for and on behalf of the Offeror to acquire all issued shares of the Company (other than those already owned or agreed to be acquired by the Offeror and parties acting in concert with it) (the “**Offer**”); (ii) the announcement of the Company dated 7 July 2022 in respect of the grant of the waiver from strict compliance with the minimum public float requirement (the “**Waiver Announcement**”); (iii) the composite offer and response document (the “**Composite Document**”) jointly issued by the Company and the Offeror dated 12 August 2022 in respect of the Offer; and (iv) the announcement jointly issued by the Offeror and the Company dated 2 September 2022 in respect of, among others, the close of the Offer, the results of the Offer and the public float of the Company (the “**Closing Announcement**”). Unless the context requires otherwise, capitalised terms used herein shall have the same meanings as defined in the Waiver Announcement, the Composite Document and the Closing Announcement.

## **PLACING OF EXISTING SHARES BY THE CONTROLLING SHAREHOLDER**

As disclosed in the Closing Announcement, immediately after the close of the Offer and subject to the due registration by the Registrar of the transfer of the Offer Shares in respect of which valid acceptances have been received, the Offeror, Mr. Tsoi Wing Sing and the Vendor hold 970,005,000 Shares, representing approximately 76.98% of the total issued share capital of the Company as at the date of the Closing Announcement (within the meaning of the Listing Rules). Accordingly, as at the date of the Closing Announcement, the Company did not satisfy the minimum public float requirement of 25% as set out in Rule 8.08(1)(a) of the Listing Rules. As such, the Company has made an application to the Stock Exchange for a temporary waiver from strict compliance with Rule 8.08(1)(a) of the Listing Rules (the “**Waiver**”). As disclosed in the announcement of the Company dated 7 July 2022 regarding the Waiver, on 5 July 2022, the Company was granted the Waiver by the Stock Exchange for the period from 17 June 2022 to 30 September 2022.

The Company has been informed that the Offeror has entered into a placing agreement with Dakin Securities Limited (the “**Placing Agent**”) on 22 September 2022 pursuant to which the Placing Agent has conditionally agreed, as agent of the Offeror, to procure on a best effort basis to independent third party investors to subscribe for up to 25,005,000 Shares held by the Offeror at the placing price of HK\$0.79 per Share, representing approximately 1.98% of the entire issued Shares of the Company as at the date of this announcement (the “**Placing**”). To the best knowledge, information and belief of the Directors and having made all reasonable enquiries, all of the independent third party investors and their beneficial owners are independent third parties of the Offeror, Mr. Tsoi Wing Sing, the Vendor and the Company. Pursuant to the aforesaid placing agreement, the Placing was completed on 27 September 2022.

## SHAREHOLDING STRUCTURE OF THE COMPANY

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

	<i>Number of Shares</i>	<i>Approximate %</i>
The Offeror ( <i>Note 1</i> )	794,000,000	63.02
Mr. Tsoi Wing Sing	25,000,000	1.98
<b>Sub-total</b>	<b>819,000,000</b>	<b>65.00</b>
The Vendor ( <i>Note 2</i> )	126,000,000	10.00
Public Shareholders	315,000,000	25.00
<b>Total</b>	<b>1,260,000,000</b>	<b>100.00</b>

*Notes:*

1. The Offeror is an investment holding company incorporated in the British Virgin Island and is wholly owned by Mr. Tsoi Wing Sing. Mr. Tsoi Wing Sing is also the sole director of the Offeror.
2. The Vendor is owned as to 60% by Mr. Lin Minqiang, 11.6% by Mr. Lin Bingzhong, 10.54% by Mr. Lin Chaoji, 9.22% by Mr. Lin Chaowei and 8.64% by Mr. Lin Chaowen. Mr. Lin Minqiang is the chairman of the Board and executive Director of the Company. Mr. Lin Bingzhong, Mr. Lin Chaowei and Mr. Lin Chaowen are the executive Directors of the Company.

## **RESTORATION OF PUBLIC FLOAT**

Immediately after completion of the Placing and as at the date of this announcement, 315,000,000 Shares, representing 25% of the entire issued Shares of the Company, will be held by the public (within the meaning of the Listing Rules). As such, the public float of the Company has been restored to not less than 25% of the total number of issued Shares in compliance with Rule 8.08(1)(a) of the Listing Rules.

By order of the Board of  
**Deyun Holding Ltd.**  
**Lin Minqiang**  
*Chairman*

Hong Kong, 28 September 2022

\* *For identification purpose only*

*As of the date of this joint announcement, the Board comprises of Mr. Lin Minqiang, Mr. Lin Chaowei, Mr. Lin Chaowen, Mr. Lin Bingzhong, Mr. Wei Cunzhuo, Ms. Lin Lili as executive Directors, and Mr. Sheng Zijiu, Mr. Chow Kit Ting, Mr. Yip Koon Shing, and Mr. Wong Chun Sek Edmund as independent non-executive Directors.*