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**DEXIN CHINA HOLDINGS COMPANY LIMITED**

**德信中国控股有限公司**

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

**(Stock Code: 2019)**

## **COMPLETION OF TOP-UP PLACING OF EXISTING SHARES AND SUBSCRIPTION FOR NEW SHARES UNDER GENERAL MANDATE**

**Sole Overall Coordinator and Sole Placing Agent**



Reference is made to the announcement of Dixin China Holdings Company Limited (the “**Company**”) dated 13 December 2022 (the “**Announcement**”) in relation to the Placing and the Subscription under the General Mandate. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

### **COMPLETION OF THE PLACING AND THE SUBSCRIPTION**

The Company is pleased to announce that completion of the Placing and the Subscription took place on 15 December 2022 and 21 December 2022, respectively, in accordance with the terms and conditions of the Agreement.

As all the conditions of the Placing have been fulfilled, completion of the Placing took place on 15 December 2022. An aggregate of 268,000,000 Placing Shares have been successfully placed by the Placing Agent at the Placing Price of HK\$0.881 per Placing Share to not less than six placees. To the best of the Directors’ knowledge, information and belief and having made all reasonable enquiries, the Placees and their respective ultimate beneficial owners, are independent of and not acting in concert with the Vendor and are third parties independent of and not connected with the Company or its connected persons. None of the placees and their respective ultimate beneficial owners became a substantial shareholder (as defined under the Listing Rules) of the Company upon completion of the Placing.

As all the conditions of the Subscription have been fulfilled, completion of the Subscription took place on 21 December 2022. An aggregate of 268,000,000 Subscription Shares (equal to the number of the Placing Shares successfully placed under the Placing) were subscribed by the Vendor at the Subscription Price of HK\$0.881 per Subscription Share. The net share price for the Subscription after deduction of the expenses incurred by the Vendor (including legal fees and fees of other advisers) in connection with the Subscription which shall be borne by the Company is approximately HK\$0.861 per Subscription Share. The Subscription Shares represent approximately 9.03% of the issued share capital of the Company as enlarged by the Subscription.

The Company received total net proceeds (after deducting the professional fees and out-of pocket expenses) of approximately HK\$230.8 million from the Subscription. The Company intends to use the net proceeds from the Subscription for (i) the future development of current business of the Company; (ii) the repayment of current debts; and (iii) the working capital and general corporate purpose of the Group.

## EFFECT ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

The shareholdings in the Company (a) immediately before the completion of the Placing and the Subscription; (b) immediately after the completion of the Placing but before the completion of the Subscription; and (c) immediately after the completion of the Placing and the Subscription are as follows:

	Immediately before the completion of the Placing and the Subscription		Immediately after the completion of the Placing but before the completion of the Subscription		Immediately after the completion of the Placing and the Subscription (as at the date of this announcement)	
	<i>Number of Shares</i>	<i>Approximate Percentage (%)</i>	<i>Number of Shares</i>	<i>Approximate Percentage (%)</i>	<i>Number of Shares</i>	<i>Approximate Percentage (%)</i>
Ms. Wei Peifen <sup>(1)</sup>	1,916,886,000	70.96	1,648,886,000	61.04	1,916,886,000	64.55
The Placees	–	–	268,000,000	9.92	268,000,000	9.03
Other Shareholders	784,455,000	29.04	784,455,000	29.04	784,455,000	26.42
<b>Total</b>	<b>2,701,341,000</b>	<b>100.00</b>	<b>2,701,341,000</b>	<b>100.00</b>	<b>2,969,341,000</b>	<b>100.00</b>

Notes:

- (1) Ms. Wei Peifen is the wife of Mr. Hu Yiping. Under the SFO, Ms. Wei Peifen is deemed to be interested in Mr. Hu Yiping's interests in Tak Shin International Limited, being the Vendor, and Tak Yuan International Limited.

By Order of the Board  
**Dexin China Holdings Company Limited**  
**Hu Yiping**  
*Chairman*

Hong Kong, 21 December 2022

*As of the date of this announcement, the Board of Directors of the Company comprises Mr. Hu Yiping, Mr. Fei Zhongmin and Ms. Shan Bei as executive Directors, Mr. Hu Shihao as a non-executive Director, and Dr. Wong Wing Kuen Albert, Mr. Ding Jiangang and Mr. Chen Hengliu as independent non-executive Directors.*