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Space Group Holdings Limited
恆宇集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock code: 2448)

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

Placing Agent



Reference is made to the announcement (the “**Announcement**”) of Space Group Holdings Limited (the “**Company**”) dated 5 June 2023 and 9 June 2023 in relation to the Placing. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

The Board is pleased to announce that all the conditions set out in the Placing Agreement have been fulfilled and the Placing was completed on 21 June 2023 in accordance with the terms and conditions of the Placing Agreement. The Placing Agent has successfully placed an aggregate of 161,200,000 Placing Shares, representing approximately 20.00% of the issued share capital of the Company immediately before completion of the Placing and approximately 16.67% of the issued share capital of the Company as enlarged by the allotment and issue of the Placing Shares immediately after completion of the Placing, to not less than six Placees at the Placing Price of HK\$0.20 per Placing Share.

To the best of the Directors’ knowledge, information and belief, having made all reasonable enquiries, the Placees and their respective ultimate beneficial owners are professional, institutional and/or other investors who are third parties independent of the Company, the connected persons of the Company and their respective associates. None of the Placees has become a substantial Shareholder (as defined in the Listing Rules) of the Company immediately after completion of the Placing.

The net proceeds from the Placing (after deducting the relevant expenses) are approximately HK\$31.9 million. The Company intends to use the net proceeds from the Placing as general working capital and for future expansion of the Group.

EFFECTS ON SHAREHOLDING STRUCTURE OF THE COMPANY

Set out below is the shareholding structure of the Company immediately before and after the completion of the Placing:

Shareholders	Immediately before the completion of the Placing		Immediately after the completion of the Placing	
	<i>Number of Shares</i>	<i>Approximate %</i>	<i>Number of Shares</i>	<i>Approximate %</i>
Space Investment (BVI) Ltd	344,093,400	42.69	344,093,400	35.57
Che Chan U	1,600,000	0.20	1,600,000	0.17
The Placees	–	–	161,200,000	16.67
Public Shareholder	460,306,600	57.11	460,306,600	47.59
	<u>806,000,000</u>	<u>100.00</u>	<u>967,200,000</u>	<u>100.00</u>

By order of the Board
Space Group Holdings Limited
Che Chan U
Chairman

Hong Kong, 21 June 2023

As at the date of this announcement, the Board comprises Mr. Che Chan U, Ms. Lei Soi Kun, Mr. Lok Wai Tak and Mr. Ho Kwong Yu as executive Directors; and Mr. Eulógio dos Remédios, José António, Mr. Lam Chi Wing, Ms. Leong Iat Lun and Mr. Li Guohui as independent non-executive Directors.