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Star Plus Legend Holdings Limited

巨星傳奇集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 6683)

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

Placing Agent



Reference is made to the announcement of Star Plus Legend Holdings Limited (the "Company") dated 16 April 2024 (the "Announcement") in relation to the Placing. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

COMPLETION OF THE PLACING

The Company is pleased to announce that completion of the Placing took place on 2 May 2024.

All the conditions of the Placing have been fulfilled and completion of the Placing took place on 2 May 2024. A total of 31,451,000 Placing Shares, representing approximately 3.77% of the enlarged issued share capital of the Company immediately after completion of the Placing, have been successfully placed by the Placing Agent at the Placing Price of HK\$7.1 per Placing Share to not less than six Placees who and whose ultimate beneficial owner are independent of and not connected with the Company and its connected persons. None of the Placees has become a substantial shareholder (as defined under the Listing Rules) of the Company immediately upon completion of the Placing.

EFFECT OF THE PLACING ON THE SHAREHOLDING OF THE COMPANY

The shareholding structure of the Company before and after completion of the Placing is summarised as follows:

	Immediately before completion of the Placing		Immediately after completion of the Placing	
	<i>Number of Shares</i>	<i>Approximate %</i>	<i>Number of Shares</i>	<i>Approximate %</i>
Non-public Shareholders				
Harmony Culture Investment Limited ¹	199,302,054	24.85%	199,302,054	23.92%
Legend Key International Limited ¹	199,302,054	24.85%	199,302,054	23.92%
Max One Ltd. ¹	66,434,018	8.28%	66,434,018	7.97%
Qian Sam Zhongshan ²	23,171,845	2.89%	23,171,845	2.78%
Lai Kwok Fai Franki	99,651,027	12.43%	99,651,027	11.96%
Chung Elizabeth Ching Yee	150,000	0.02%	150,000	0.02%
Public Shareholders				
Placees ³	–	–	31,451,000	3.77%
Other public Shareholders	213,876,502	26.67%	213,876,502	25.67%
Total	<u>801,887,500</u>	<u>100.00%</u>	<u>833,338,500</u>	<u>100.00%</u>

Notes:

- Pursuant to the concert party agreement, Ms. Ma, Hsin-Ting, Mr. Yang, Chun-Jung, Ms. Yeh, Hui-Mei and Mr. Chen, Chung agreed, among other things, that they should act in concert in respect of their voting rights and actively cooperate to consolidate control over voting rights of the Company. Accordingly, each of Ms. Ma (who held the Shares through Harmony Culture Investment Limited), Mr. Yang, Ms. Yeh (who jointly held the Shares through Legend Key International Limited) and Mr. Chen (who held the Shares through Max One Ltd.) is deemed to be interested in all the Shares in which each of them is interested under the SFO.
- Qian Sam Zhongshan and his spouse directly held 9,965,103 and 13,206,742 Shares, respectively.

3. The aggregate number of Placees is seven. To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, two of the Placees were existing shareholders of the Company prior to the completion of the Placing, and they and their ultimate beneficial owner(s) held 21,357,000 Shares in aggregate immediately before completion of the Placing, which are included in the shares held by other public Shareholders.

USE OF PROCEEDS FROM THE PLACING

The Company received total net proceeds (after deducting all relevant fees, costs and expenses to be borne or incurred by the Company) of approximately HK\$222.1 million from the Placing. It is intended that (i) HK\$79.8 million will be used to invest and/or plan physical concerts of artists which the Group cooperates with; (ii) HK\$60.5 million will be used to increase the Company's efforts to enter the "metaverse" (元宇宙) ecosystem, which includes organizing, planning and/or investing in virtual concerts through the "metaverse" as well as developing artificial intelligence systems to support the Company's content creation ability in the "metaverse" and other aspects; (iii) HK\$60 million will be used for potential investments related to the Company's principal business activities, such as mergers and acquisitions or contribution to joint venture(s) to be established; and (iv) the remaining net proceeds of HK\$21.8 million will be utilised as general working capital and general corporate purposes of the Group.

By order of the Board
Star Plus Legend Holdings Limited
Ma Hsin-Ting
Chairperson and Executive Director

Hong Kong, 2 May 2024

As at the date of this announcement, the Board comprises three executive Directors, namely Ms. Ma Hsin-Ting, Dr. Qian Sam Zhongshan and Mr. Lai Kwok Fai Franki; two non-executive Directors, namely Mr. Yang Chun-Jung and Mr. Chen Chung and three independent nonexecutive Directors, namely Dr. Xue Jun, Mr. Yang Dave De and Ms. Chung Elizabeth Ching Yee.