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**Alpha Professional Holdings Limited**
**阿爾法企業控股有限公司***
*(Incorporated in Bermuda with limited liability)*
**(Stock Code: 948)**

# COMPLETION OF PLACING OF EXISTING SHARES

**Financial Adviser**

禹銘投資管理有限公司
YU MING INVESTMENT MANAGEMENT LIMITED

Reference is made to the announcement of Alpha Professional Holdings Limited (the "**Company**") dated 12 November 2025 in relation to the proposed Placing and the Top-up Subscription (the "**Announcement**"). Capitalised terms used herein shall have the same meanings as those defined in the Announcement unless otherwise specified.

## COMPLETION OF THE PLACING

The Board is pleased to announce that all the conditions of the Placing have been fulfilled and completion took place on 14 November 2025. An aggregate of 28,000,000 Placing Shares have been successfully placed by the Placing Agent to not less than six Placees at the Placing Price of HK$0.24 per Placing Share. The 28,000,000 Placing Shares represent 8.02% of the existing issued share capital of the Company. None of the Placees becomes a substantial Shareholder upon the completion of the Placing.

## EFFECT ON SHAREHOLDING STRUCTURE OF THE COMPANY

The following table sets out the shareholding structure of the Company (i) immediately before the completion of the Placing; and (ii) upon the completion of the Placing:

| | **Immediately before the completion of the Placing** | | **Upon the completion of the Placing** | |
|---|---|---|---|---|
| Ms. Chong | | | | |
| – Vendor[1] | 193,026,615 | 55.26% | 165,026,615 | 47.25% |
| – Vigor Online Offshore Limited[2] | 14,000,000 | 4.01% | 14,000,000 | 4.01% |
| Sub-total | 207,026,615 | 59.27% | 179,026,615 | 51.26% |
| Placees | – | – | 28,000,000 | 8.02% |
| Public Shareholders | 142,253,768 | 40.73% | 142,253,768 | 40.73% |
| **Total** | **349,280,383** | **100%** | **349,280,383** | **100%** |

*Note:*

1. The Vendor is a wholly-owned subsidiary of Miracle Planet Developments Limited, which in turn is a company wholly-owned by Ms. Chong.

2. Vigor Online Offshore Limited is a wholly-owned subsidiary of China Spirit Limited, which in turn is a company wholly-owned by Ms. Chong.

## THE TOP-UP SUBSCRIPTION

Pursuant to the Placing and Top-up Subscription Agreement, the Vendor will subscribe for, and the Company will allot and issue to the Vendor, 28,000,000 Subscription Shares, at the Subscription Price of HK$0.24 per Subscription Share (which is equivalent to the Placing Price).

### Completion of the Top-up Subscription

The completion of the Top-up Subscription shall take place on the business day immediately after the date of fulfillment of all conditions of the Top-up Subscription or at such other time and/or date as the Vendor, the Company and the Placing Agent may agree in writing and in compliance with the Listing Rules.

Pursuant to Chapter 14A of the Listing Rules, as the Vendor is a connected person of the Company and if the Top-up Subscription is not completed within 14 days after the date of the Placing and Top-up Subscription Agreement, the Top-up Subscription will be regarded as a connected transaction, and in such case, the Company would need to issue a circular and hold a special general meeting to seek the approval of the independent Shareholders before the Top-up Subscription can be proceeded.

On behalf of the Board
**Alpha Professional Holdings Limited**
**Zhao Lei**
*Executive Director and Chief Executive Officer*

Hong Kong, 14 November 2025

*As at the date of this announcement, the executive Director is Mr. Zhao Lei, and the independent non-executive Directors are Mr. Li Chak Hung, Mr. Tu Chunan, Mr. Chen Jianguo and Ms. Huang Xin.*

* *For identification purpose only*