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BEAVER GROUP (HOLDING) COMPANY LIMITED

永勤集團(控股)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8275)

RESULTS OF THE RIGHTS SHARES ON THE BASIS OF THREE (3) RIGHTS SHARES FOR EVERY TWO (2) SHARES HELD ON THE RECORD DATE

References are made to the prospectus of Beaver Group (Holding) Company Limited (the “**Company**”) dated 29 March 2022 (the “**Prospectus**”) and the announcement of the Company dated 19 April 2022 (the “**Announcement**”) in relation to, among others, the Rights Issue. Unless otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the Prospectus.

RESULTS OF THE RIGHTS ISSUE AND THE COMPENSATORY ARRANGEMENTS

As disclosed in the Announcement, as at 4:00 p.m. on Wednesday, 13 April 2022, being the Latest Time for Acceptance, the Company had received seven (7) valid acceptances for a total of 41,520,775 Rights Shares provisionally allotted under the Rights Issue, representing approximately 51.26% of the total number of Rights Shares offered under the Rights Issue. As at the Record Date, there was no Non-Qualifying Shareholder and therefore there was no NQS Unsold Rights Share. Accordingly, the Rights Issue was approximately 51.26% subscribed, and the remaining 39,479,225 Unsubscribed Rights Shares, representing approximately 48.74% of the total number of Rights Shares offered under the Rights Issue, were subject to the Compensatory Arrangements.

The Board wishes to announce that, as at 4:00 p.m. on Friday, 22 April 2022, being the latest time of placing of the Unsubscribed Rights Shares by the Placing Agent, all the 39,479,225 Unsubscribed Rights Shares were successfully placed at the price of HK\$0.55 per Share, which is equal to the Subscription Price, under the Placing. Accordingly, there is no Net Gain available to be distributed to the No Action Shareholders under the Compensatory Arrangements.

To the best of the Directors' knowledge, information and belief after having made all reasonable enquiries, (i) each of the placees and where appropriate, their respective ultimate beneficial owner(s), is independent of and not connected with the Company and its connected persons and not a connected person of the Company; and (ii) none of the placees has become a substantial shareholder of the Company (as defined under the GEM Listing Rules) upon completion of the Placing.

As all the conditions with respect to the Rights Issue as set out in the Prospectus have been fulfilled, the Rights Issue became unconditional at 4:00 p.m. on Monday, 25 April 2022.

Accordingly, the gross proceeds raised from the Rights Issue (including the Compensatory Arrangements) were HK\$44.55 million and the net proceeds from the Rights Issue after deducting the expenses were approximately HK\$42.60 million. The Company intends to apply the net proceeds from the Rights Issue as to (i) approximately HK\$3.1 million for repayment of the principal amount and interest accrued thereon of the Promissory Notes to be due six months after the date of issue of the Promissory Notes (i.e. 13 June 2022); (ii) approximately HK\$20 million for the acquisition of a new office premise and the relevant renovation cost; (iii) approximately HK\$7 million for recruitment of additional full-time staff who will be responsible for implementing and overseeing quality control to enhance the Group's operational capacity and efficiency in foundation and site formation works and bored piling works, as well as additional full-time staff who will be responsible for business development to acquire more business opportunities and broaden the sources of income; (iv) approximately HK\$3 million for business development and marketing expenses in order to expand the Group's customer base and acquire more projects; and (v) the remaining balance of approximately HK\$9.5 million for general working capital due to the tightened cash flow of the Group as a result of the negative impacts of the COVID-19 pandemic on the foundation industry including supply chain disruptions, workforce shortages due to illness and preventative quarantines, and work stoppages due to measures imposed by the government, as disclosed in the Prospectus.

EFFECT OF THE RIGHTS ISSUE ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

To the best of the Directors' knowledge, information and belief after having made all reasonable enquiries, the following table sets out the shareholding structure of the Company (i) immediately before the completion of the Rights Issue and the Placing; and (ii) immediately after the completion of the Rights Issue and the Placing:

	Immediately before completion of the Rights Issue and the Placing		Immediately after completion of the Rights Issue and the Placing	
	<i>Number of issued Shares</i>	<i>Approximate %</i>	<i>Number of issued Shares</i>	<i>Approximate %</i>
Success Run International Limited (<i>Note</i>)	14,060,000	26.04	18,350,000	13.59
Public Shareholders	39,940,000	73.96	77,170,775	57.17
Independent places	–	–	39,479,225	29.24
Total	<u>54,000,000</u>	<u>100.00</u>	<u>135,000,000</u>	<u>100.00</u>

Note: Success Run International Limited is owned as to 100% by Ms. Wong Fei Heung Terbe, who is deemed to be interested in 18,350,000 Shares pursuant to the Part XV of the SFO.

DESPATCH OF SHARE CERTIFICATES FOR RIGHTS SHARES

Share certificates for all fully-paid Rights Shares are expected to be posted to those entitled thereto by ordinary post at their own risk on Tuesday, 3 May 2022.

COMMENCEMENT OF DEALINGS IN FULLY-PAID RIGHTS SHARES

Dealings in the Rights Shares, in their fully-paid form, are expected to commence on the Stock Exchange at 9:00 a.m. on Wednesday, 4 May 2022.

By order of the Board
Beaver Group (Holding) Company Limited
Tang Kwai Leung Stanley
Chairman and Executive Director

Hong Kong, 29 April 2022

As at the date of this announcement, the Board comprises Mr. Tang Kwai Leung Stanley and Mr. Chui Koon Yau as executive Directors; and Mr. He Dingding, Ms. Chan Wan Ling Sammi and Ms. Liu Ching Man as independent non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the website of the Stock Exchange at www.hkexnews.hk on the “Latest Listed Company Information” page for at least 7 days from the date of its posting and will be published on the Company’s website at www.beavergroup.com.hk.