

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



**DISCLOSEABLE TRANSACTION  
IN RELATION TO  
SUBSCRIPTION FOR SHARES IN THE IPO OF  
ANGELALIGN TECHNOLOGY INC.**

On 7 June 2021, the Subscriber applied to subscribe for 841,400 Angelalign Shares with a total application money of approximately HK\$147 million in the IPO of Angelalign through Hong Kong Public Offering, inclusive of the principal amount of Angelalign Shares subscribed by the Subscriber and the related brokerage, the Stock Exchange trading fee and the SFC transaction levy.

As one or more of the applicable percentage ratios as defined under the Listing Rules exceed 5% but less than 25%, the Subscription constitutes a discloseable transaction of the Company is subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

**THE SUBSCRIPTION**

Date : 7 June 2021

Parties : 1. Angelalign Technology Inc.  
2. The Subscriber, an indirect wholly-owned subsidiary of the Company

The Subscriber applied to subscribe for 841,400 Angelalign Shares with a total application money of approximately HK\$147 million in the IPO of Angelalign through Hong Kong Public Offering, inclusive of the principal amount of Angelalign Shares subscribed by the Subscriber and the related brokerage, the Stock Exchange trading fee and the SFC transaction levy.

The Subscription is subject to successful listing of Angelalign Shares on the Stock Exchange and final allocation of Angelalign Shares. The Subscriber may or may not be allocated with any Angelalign Shares in the IPO. According to the IPO timetable, Angelalign will announce the allotment results on 15 June 2021 and the expected listing date of Angelalign is 16 June 2021.

## Offer Price

The Offer Price shall be in the range of HK\$147 to HK\$173 per Angelalign Share. According to the IPO timetable, the final price of each Angelalign Share will be announced on 15 June 2021.

The total subscription monies payable by the Subscriber shall be determined by multiplying the number of the Allocated Shares and the Offer Price plus SFC transaction levy at 0.0027%, the Stock Exchange trading fee at 0.005% and brokerage commission at 1%.

The Group funds the total application monies from its internal resources and IPO margin financing.

## Completion of the Subscription

The subscription monies have been paid on application on 7 June 2021 and subject to the final number of the Allocated Shares, the excess subscription monies will be refunded on 15 June 2021. According to the IPO timetable of Angelalign, the expected listing date of the Angelalign is 16 June 2021 and the Subscription will be completed when IPO becomes unconditional on the listing date. There are no restrictions on the subsequent sales of the Angelalign Shares subscribed.

## REASONS AND BENEFITS FOR THE SUBSCRIPTION

The Group principally provides comprehensive financial services in Mainland China, Japan, South Korea and Europe, with businesses covering private banking, wealth and asset management, securities and futures brokerage, securities margin financing, corporate finance advisory services, investment in securities trading and money lending. The Group also invests in healthcare sector and mother-infant-child consumer products sector and engages in trading of securities.

According to the Prospectus, Angelalign is a leading clear aligner treatment solution provider in China. Angelalign facilitates dental professionals throughout the entire clear aligner treatment process with Angelalign clear aligner system, which comprises (i) digitally-assisted case assessment support and treatment planning services; (ii) clear aligners; and (iii) cloud-based service platform. The historical financial performance of Angelalign is shown below:

	Year ended 31 December		
	2018	2019	2020
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
	(audited)	(audited)	(audited)
Profit before tax	74,777	84,492	191,231
Profit after tax	58,186	67,665	150,932
Total assets	472,500	852,789	1,210,139
Total equity	163,552	293,379	497,674

According to the Prospectus, Angelalign had a market share of approximately 41.0% in terms of case shipments in 2020 and ranked first amongst competitors in China. Angelalign experienced significant growth during the years from 2018 to 2020. The revenue of Angelalign increased from RMB488.5 million in 2018 to RMB645.9 million in 2019, and further to RMB816.5 million in 2020. Its net profit increased from RMB58.2 million in 2018 to RMB67.7 million in 2019, and further to RMB150.9 million in 2020. Having reviewed the Prospectus, including the information on the business model and business prospect of Angelalign, the Company considers that the Subscription are attractive investments and can generate potential investment returns for the Group.

The Directors consider that the terms of the Subscription are on normal commercial terms which are fair and reasonable and the Subscription are in the best interests of the Company and its Shareholders as a whole.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, Angelalign and their respective ultimate beneficial owner(s), are third parties independent of the Company and its connected persons.

## **LISTING RULES IMPLICATIONS**

As one or more of the applicable percentage ratios as defined under the Listing Rules exceed 5% but less than 25%, the Subscription constitutes discloseable transactions of the Company and is subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

## **DEFINITIONS**

In this announcement, unless the context requires otherwise, the following expressions shall have the following meanings:

“Allocated Shares”	the Angelalign Shares as may be finally allocated to the Company
“Angelalign”	Angelalign Technology Inc. (時代天使科技有限公司), a company with limited liability incorporated in the Cayman Islands on 29 November 2018
“Angelalign Share(s)”	ordinary share(s) in the share capital of Angelalign with a par value of US\$0.0001 each to be listed on the main board of the Stock Exchange
“Board”	the board of Directors
“Company”	Mason Group Holdings Limited, a company incorporated in Hong Kong with limited liability, the issued shares of which are listed on the Stock Exchange
“Director(s)”	directors of the Company
“Group”	the Company and its subsidiaries

“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong Public Offering”	the initial offer of the Angelalign Shares for subscription by the public in Hong Kong
“IPO”	initial public offer by way of global offering
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Offer Price”	the offer price at a range between HK\$147 and HK\$173 per Angelalign Share
“percentage ratios”	as defined in the Listing Rules
“PRC” or “China”	People’s Republic of China, for the purpose of this announcement, Hong Kong, the Macau Special Administrative Region and Taiwan are excluded
“Prospectus”	the prospectus of Angelalign dated 3 June 2021
“RMB”	Renminbi, the lawful currency of the PRC
“SFC”	the Securities and Futures Commission
“Shareholder(s) ”	holder(s) of the shares of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Subscriber”	Mason Strategic Investment (Asia) Limited, a company incorporated in the British Virgin Islands with limited liability, is an indirect wholly-owned subsidiary of the Company
“Subscription”	the subscription for the Allocated Shares by the Subscriber
“%”	per cent

By Order of the Board  
**Mason Group Holdings Limited**  
**Han Ruixia**  
*Executive Director and  
Deputy Chief Executive Officer*

Hong Kong, 7 June 2021

As at the date of this announcement, the Board comprises:

*Executive Directors:*

Ms. Han Ruixia

Mr. Zhang Zhenyi

*Non-executive Director:*

Ms. Hui Mei Mei, Carol

*Independent Non-executive Directors:*

Mr. Tian Ren Can

Mr. Wang Cong

Mr. Wu Xu'an

Mr. Ng Yu Yuet