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BIRMINGHAM SPORTS HOLDINGS LIMITED

伯明翰體育控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2309)

COMPLETION OF MAJOR AND CONNECTED TRANSACTION RELATING TO THE ACQUISITION OF PROPERTIES IN CAMBODIA AND ISSUE OF CONSIDERATION SHARES UNDER SPECIFIC MANDATE

Reference is made to the circular of Birmingham Sports Holdings Limited (the “Company”) dated 20 November 2018 (the “Circular”). Unless the context otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the Circular.

COMPLETION OF LONG TERM LEASE AGREEMENT

The Board is pleased to announce that all the conditions precedent of the Long Term Lease Agreement have been fulfilled and completion of the Long Term Lease Agreement took place on 13 December 2018. The Consideration Shares, i.e., 832,610,000 new Shares, were allotted and issued at the Issue Price pursuant to the terms and conditions of the Long Term Lease Agreement.

EFFECT ON SHAREHOLDING STRUCTURE OF THE COMPANY

To the best of the knowledge, information and belief of the Directors having made all reasonable enquiries, the following table illustrates the shareholding structure of the Company immediately before and after the allotment and issue of the Consideration Shares:

Name of Shareholder	Immediately before the allotment and issue of the Consideration Shares		Immediately after the allotment and issue of the Consideration Shares	
	Number of Shares	Approximate percentage of issued Share	Number of Shares	Approximate percentage of issued Share
Trillion Trophy Asia Limited ^(Note 1)	3,825,000,000	34.86%	3,825,000,000	32.40%
Ever Depot ^(Note 2)	2,086,551,000	19.01%	2,919,161,000	24.72%
Dragon Villa Limited ^(Note 3)	2,094,366,000	19.08%	2,094,366,000	17.74%
Public Shareholders	<u>2,968,154,672</u>	<u>27.05%</u>	<u>2,968,154,672</u>	<u>25.14%</u>
Total	<u>10,974,071,672</u>	<u>100.00%</u>	<u>11,806,681,672</u>	<u>100.00%</u>

Notes:

- (1) Trillion Trophy Asia Limited is a wholly-owned subsidiary of Wealthy Associates International Limited which in turn is wholly-owned by Mr. Suen Cho Hung, Paul.
- (2) Ever Depot is a wholly-owned subsidiary of GRED. GRED is wholly-owned by Mr. Vong Pech.
- (3) Dragon Villa Limited is wholly-owned by Mr. Lei Sutong.

By Order of the Board
Birmingham Sports Holdings Limited
Zhao Wenqing
Chairman

Hong Kong, 13 December 2018

As at the date of this announcement, the Board comprises nine Directors, namely Mr. Zhao Wenqing (Chairman), Mr. Huang Dongfeng (Chief Executive Officer), Ms. Chan Yuk Yee, Mr. Yiu Chun Kong and Mr. Hsiao Charng Geng as Executive Directors; Mr. Sue Ka Lok as Non-executive Director; and Mr. To Yan Ming, Edmond, Mr. Pun Chi Ping and Ms. Leung Pik Har, Christine as Independent Non-executive Directors.