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## **GTI HOLDINGS LIMITED**

**共享集團有限公司**

*(a company incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 3344)**

### **COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE**

**Placing Agent**



**RIFA Securities Limited**

The Board is pleased to announce that completion of the Placing took place on 18 March 2019 and 177,208,000 Placing Shares were issued to not less than six Placees, who are Independent Third Parties in accordance with the terms of the Placing Agreement.

Reference is made to the announcement of the Company dated 15 February 2019 (the “**Announcement**”) in relation to, inter alia, the Placing and the announcement of the Company dated 8 March 2019 in relation to the extension of Long Stop date of the Placing. Unless otherwise stated, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

The Board is pleased to announce that the Placing was completed on 18 March 2019 in accordance with the terms and conditions of the Placing Agreement. An aggregate of 177,208,000 Placing Shares were issued to not less than six Placees, who are Independent Third Parties, at the Placing Price of HK\$0.18 per Placing Share. The net proceeds, after the deduction of the placing commission and other related expenses, will be applied as general working capital for existing business and for general working capital, for repayment of liabilities of the Group and/or for future investment opportunities and business development.

Upon completion of the Placing, the gross proceeds of the Placing will amount to approximately HK\$31,897,440 and the net proceeds receivable by the Company under the Placing are estimated to be approximately HK\$31,071,000 after deducting relevant expenses incurred in relation to the Placing. The net price per Placing Share is approximately HK\$0.175.

## EFFECTS ON THE SHAREHOLDING STRUCTURE

The 177,208,000 Placing Shares represent approximately (i) 2.89% of the issued share capital of the Company immediately before the completion of the Placing; and (ii) 2.81% of the issued share capital of the Company as enlarged by the allotment and issue of the Placing Shares.

The table below sets out the shareholding structure of the Company immediately before and immediately after completion of the Placing:

	Immediately before the completion of the Placing		Immediately after the completion of the Placing	
	<i>No. of Shares</i>	<i>Approx. %</i>	<i>No. of Shares</i>	<i>Approx. %</i>
Gold Train Investments Limited (“ <b>Gold Train</b> ”) <sup>(1)</sup>	3,339,422,000	54.55	3,339,422,000	53.02
Wong Hiu Hung (“ <b>Ms. Wong</b> ”) <sup>(2)</sup>	4,000,000	0.07	4,000,000	0.06
Placees	–	–	177,208,000	2.81
Other public Shareholders	2,778,186,169	45.38	2,778,186,169	44.11
Total	<u>6,121,608,169</u>	<u>100</u>	<u>6,298,816,169</u>	<u>100</u>

*Notes:*

1. Gold Train is a company incorporated in the British Virgin Islands which is wholly-owned by Mr. Poon Sum, the executive Director and the chairman of the Board.
2. Ms. Wong is the spouse of Mr. Poon Sum.
3. The percentages are subject to rounding effect.

By Order of the Board  
**GTI Holdings Limited**  
**Poon Sum**  
*Chairman*

Hong Kong, 18 March 2019

*As at the date of this announcement, the Board comprises (i) Mr. Poon Sum (Chairman), Mr. Cheung Tat Chung (Chief Executive Officer), Mr. Ng Kwok Hung Perry and Mr. Hao Xiangbin as executive Directors; and (ii) Mr. Chan Shu Kin, Dr. Tse Kwok Sang and Mr. Chiu Wai Piu as independent non-executive Directors.*