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MOS HOUSE GROUP LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1653)

COMPLETION OF PLACING OF NEW SHARES UNDER THE GENERAL MANDATE

Placing Agent



The Board is pleased to announce that all conditions to the Placing Agreement have been fulfilled and completion of the Placing took place on 11 June 2020. A total of 400,000,000 Placing Shares have been successfully placed by the Placing Agent to not less than six Places at the Placing Price of HK\$0.04 per Placing Share pursuant to the terms and conditions of the Placing Agreement.

Reference is made to the announcements of MOS House Group Limited (the “**Company**”) dated 11 May 2020 and 1 June 2020 respectively in relation to the placing of new shares under the General Mandate (the “**Placing Announcements**”). Capitalised terms used herein shall have the same meanings as those defined in the Placing Announcements unless otherwise specified.

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

The Board is pleased to announce that all conditions to the Placing Agreement have been fulfilled and completion of the Placing took place on 11 June 2020. A total of 400,000,000 Placing Shares have been successfully placed by the Placing Agent to not less than six Places at the Placing Price of HK\$0.04 per Placing Share pursuant to the terms and conditions of the Placing Agreement, representing approximately 16.67% of the issued share capital of the Company as enlarged by the allotment and issue of the Placing Shares immediately upon completion of the Placing.

To the best of the Directors’ knowledge, information and belief, having made all reasonable enquiries, the Places and their respective ultimate beneficial owners (if any) are professional, institutional, or other investors who are third parties independent of the Company and its connected persons (as defined under the Listing Rules).

The net proceeds from the Placing, after deduction of the placing commission and other related expenses, amounted to approximately HK\$15,680,000 and will be used as general working capital of the Group.

EFFECTS ON SHAREHOLDING STRUCTURE OF THE COMPANY

The shareholding structure of the Company immediately before and upon completion of the Placing is as follows:

	(i) Immediately before completion of the Placing		(ii) Immediately upon completion of the Placing and as at date of this announcement	
	<i>Number of Shares held</i>	<i>Approximate % of total Shares in issue</i>	<i>Number of Shares held</i>	<i>Approximate % of total Shares in issue</i>
RB Power Limited (<i>Notes 1, 2 and 3</i>)	1,500,000,000	75.00	1,500,000,000	62.50
The Placees	—	—	400,000,000	16.67
Other Public Shareholders	<u>500,000,000</u>	<u>25.00</u>	<u>500,000,000</u>	<u>20.83</u>
Total	<u><u>2,000,000,000</u></u>	<u><u>100.00</u></u>	<u><u>2,400,000,000</u></u>	<u><u>100.00</u></u>

Notes:

1. Mr. Simon Tso (“**Mr. Tso**”) is the chairman, chief executive officer and an executive Director of the Company.
2. Ms. Tsui To Fei is an executive Director of the Company. She is also the spouse of Mr. Tso, and thus under the SFO, Ms. Tsui is deemed to be interested in the same number of Shares in which Mr. Tso is interested.
3. RB Power Limited (Mr. Tso being its sole director) is wholly owned by RB Management Holding Limited, the holding vehicle incorporated in the British Virgin Islands used by TMF (Cayman) Ltd., the trustee of the Family Trust, which is a discretionary trust established by Mr. Tso (as the settlor) with Mr. Tso and Mr. Tso’s family members as beneficiaries. By virtue of the SFO, each of TMF (Cayman) Ltd., RB Management Holding Limited and Mr. Tso is deemed to be interested in the Shares held by RB Power Limited.

By Order of the Board
MOS House Group Limited
Simon Tso
Chairman

Hong Kong, 11 June 2020

As at the date of this announcement, the Board comprises of two executive Directors, namely Mr. Simon Tso and Ms. Tsui To Fei and three independent non-executive Directors, namely Mr. Ho Wing Tim, Mr. Ng Wang To and Ms. Law Chui Yuk.