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BCI Group Holdings Limited
高門集團有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8412)

PLACING OF NEW SHARES UNDER GENERAL MANDATE

SILVERBRICKS SECURITIES COMPANY LIMITED



Reference is made to the announcement of the Company dated 16 May 2022 (“**Announcement**”) in relation to the Placing of Shares under the General Mandate. Capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement unless otherwise stated.

COMPLETION OF THE PLACING

The Board is pleased to announce that all the conditions set out in the Placing Agreement have been fulfilled and the Placing Shares have been fully placed. Completion of the Placing took place on 8 June 2022. An aggregate of 199,760,000 Placing Shares, representing approximately 16.67% of the Company’s issued share capital immediately after completion of the Placing, have been successfully placed to not less than six Placees at the Placing Price of HK\$0.03 per Placing Share. 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 owners, is an Independent Third Party; and (ii) none of the Placees has become a substantial Shareholder (as defined under the GEM Listing Rules) immediately after completion of the Placing.

The net proceeds from the Placing amounted to approximately HK\$5,800,000. As disclosed in the Announcement, the Company intends to use all the net proceeds of the Placing for general working capital of the Group.

The shareholdings structure of the Company immediately before and upon completion of the Placing is set out as follows:

Shareholders	Immediately before completion of the Placing		Immediately upon completion of the Placing	
	No. of Shares	Shareholding approximate %	No. of Shares	Shareholding approximate %
Director				
Mr. Jiang Qiaowei	400,000	0.04	400,000	0.03
Substantial Shareholder				
Mr. Sze Ching Lau	359,590,000	36.00	359,590,000	30.00
Public Shareholders				
Placee(s)	–	–	199,760,000	16.67
Others	638,810,000	63.96	638,810,000	53.30
	<u>998,800,000</u>	<u>100.00</u>	<u>1,198,560,000</u>	<u>100.00</u>

By order of the Board
BCI Group Holdings Limited
Wong Chi Yung
Chairman of the Board and Chief Executive Officer

Hong Kong, 8 June 2022

As at the date of this announcement, the executive Directors are Mr. Wong Chi Yung, Mr. Ng Shing Chun Ray and Ms. Lui Lok Yan, and the independent non-executive Directors are Mr. Hui Wai Hung, Mr. Jiang Qiaowei and Mr. Pong Chun Yu.

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 “Latest Listed Company Announcements” page of the Stock Exchange’s website for at least 7 days from the date of its publication. This announcement will also be published on the Company’s website at <http://www.bcigroup.com.hk>.