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ROYALE HOME HOLDINGS LIMITED

皇朝家居控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1198)

RESTORATION OF PUBLIC FLOAT

Reference is made to (i) the composite offer and response document dated 8 August 2019 jointly issued by the Company and the Joint Offerors, (ii) the joint announcement issued by the Company and the Joint Offerors on 29 August 2019 in relation to the close of the Offer and public float of the Company and (iii) the announcements of the Company dated 5 September 2019, 28 November 2019, 6 February 2020, 21 May 2020, 25 September 2020 and 31 March 2021 in relation to temporary waivers from strict compliance with Rule 8.08(1) (a) of the Listing Rules granted by the Stock Exchange to the Company and relevant updates on the public float of the Company (collectively, the “**Announcements**”). Unless the context requires otherwise, capitalized terms used herein shall have the same meanings as those defined in the Announcements.

On 15 April 2021, the Company was informed that Crisana has disposed of an aggregate of 20,000,000 Shares, representing approximately 0.77% of the issued share capital of the Company as at the date of this announcement, to an independent third party who is not connected with (i) the Company or any of its core connected persons; or (ii) the Joint Offerors or parties acting in concert with them (the “**Purchaser**”), in order to restore the public float of the Company as required under Rule 8.08(1)(a) of the Listing Rules (the “**Disposal**”).

To the best knowledge, information and belief of the Directors having made all reasonable enquiries, immediately after the Disposal and as at the date of this announcement, 650,170,046 Shares were held by the public (as defined under the Listing Rules), representing approximately 25.02% of the total issued share capital of the Company. Accordingly, the minimum public float of 25% of the Company’s issued share capital as set out in Rule 8.08(1) (a) of the Listing Rules has been restored and the Company is in compliance with Rule 8.08(1) (a) of the Listing Rules as at the date of this announcement.

The following table sets out the shareholding structure of the Company (i) immediately prior to the Disposal; and (ii) immediately after the Disposal and as at the date of this announcement:

	Immediately prior to the Disposal		Immediately after the Disposal and as at the date of this announcement	
	<i>Number of Shares held</i>	<i>Approximate % of Shares in issue</i>	<i>Number of Shares held</i>	<i>Approximate % of Shares in issue</i>
The Joint Offerors and parties acting in concert with them (Note 1)				
SCHK (a Joint Offeror)	1,234,862,964	47.52	1,234,862,964	47.52
Mr. Tse and his controlled companies (each a Joint Offeror) (Note 2)				
<i>Mr. Tse</i>	282,948,047	10.89	282,948,047	10.89
<i>Leading Star</i>	51,971,227	2.00	51,971,227	2.00
<i>Crisana</i>	185,840,120	7.15	165,840,120	6.38
<i>Charming Future</i>	209,768,922	8.07	209,768,922	8.07
Sub-total	<u>730,528,316</u>	<u>28.11</u>	<u>710,528,316</u>	<u>27.34</u>
Director				
Mr. Yue Man Yiu Matthew	3,000,000	0.12	3,000,000	0.12
Public Shareholders				
The Purchaser	–	–	20,000,000	0.77
Other Public Shareholders	<u>630,170,046</u>	<u>24.25</u>	<u>630,170,046</u>	<u>24.25</u>
Total	<u><u>2,598,561,326</u></u>	<u><u>100.00</u></u>	<u><u>2,598,561,326</u></u>	<u><u>100.00</u></u>

Notes:

1. On 24 May 2019, SCHK, Mr. Tse, Leading Star, Crisana and Charming Future entered into a concert group agreement, and SCHK, Mr. Tse, Leading Star, Crisana and Charming Future are parties acting in concert (having the meaning ascribed to it under the Takeovers Code) pursuant thereto. As such, SCHK, Mr. Tse, Leading Star, Crisana and Charming Future are deemed to be interested in 74.86% of the issued share capital of the Company as at the date of this announcement.
2. Leading Star, Crisana and Charming Future are all companies wholly and beneficially owned by Mr. Tse. As such, Mr. Tse is deemed to be interested in the 710,528,326 Shares, representing 27.34% of the issued share capital of the Company as at the date of this announcement.

By order of the Board
Royale Home Holdings Limited
Tse Kam Pang
Chairman and Executive Director

Hong Kong, 15 April 2021

As at the date of this announcement, the Board comprises two executive Directors, namely, Mr. Tse Kam Pang (Chairman) and Mr. Yang Jun; four non-executive Directors, namely, Mr. Wu Zhongming, Mr. Wu Dingliang, Ms. Qin You and Mr. Liu Zhijun; and three independent non-executive Directors, namely, Mr. Lau Chi Kit, Mr. Yue Man Yiu Matthew and Mr. Chan Wing Tak Kevin.

* *For identification purposes only*