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## **EAGLE NICE (INTERNATIONAL) HOLDINGS LIMITED**

**鷹美(國際)控股有限公司\***

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 02368)**

### **COMPLETION OF DISCLOSEABLE TRANSACTION INVOLVING ALLOTMENT AND ISSUE OF CONSIDERATION SHARES**

Reference is made to the announcement of Eagle Nice (International) Holdings Limited (the “**Company**”) dated 21 June 2024 (the “**Announcement**”) in relation to, among other things, the acquisition of 100% equity interest in Wisdom Innovation Holdings Limited involving issue of new shares of the Company. Unless otherwise defined, capitalised terms used herein shall have the same meanings as defined in the Announcement.

#### **COMPLETION OF THE ACQUISITION**

The Board is pleased to announce that all the conditions precedent to completion of the Agreement have been fulfilled and completion of the Acquisition took place on 1 July 2024.

On 8 July 2024, the Company allotted and issued 40,380,000 Consideration Shares to the Vendor at the issue price of HK\$4.65 per Consideration Share in satisfaction of part of the Consideration amounting to US\$24,041,896 (equivalent to approximately HK\$187,767,000). The Consideration Shares represent approximately 7.03% of the issued share capital of the Company as enlarged by the allotment and issue of the Consideration Shares.

Following Completion, the Target Company has become an indirect wholly-owned subsidiary of the Company and the financial results of the Target Group will be consolidated into the financial statements of the Group.

*\* For identification purposes only*

## EFFECT ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

The following table illustrates the shareholding structure of the Company immediately prior to and after the allotment and issue of the Consideration Shares is shown as follows:

	Immediately prior to the allotment and issue of the Consideration Shares		Immediately after the allotment and issue of the Consideration Shares and as at the date of this announcement	
	Number of Shares held	Approximate % of total Shares in issue	Number of Shares held	Approximate % of total Shares in issue
Great Pacific Investments Limited (Note 1)	192,000,000	35.96	192,000,000	33.44
Time Easy Investment Holdings Limited (Note 2)	72,650,000	13.61	72,650,000	12.65
Excel Skill International Limited (Note 3)	32,320,000	6.05	32,320,000	5.63
Mr. Chung Yuk Sing (Note 4)	19,484,000	3.65	19,484,000	3.39
Mr. Chen Hsiao Ying (Note 4)	36,500,800	6.84	36,500,800	6.36
Mr. Huang Yongbiao (Note 4)	108,000	0.02	108,000	0.02
Mr. Chung Chi Kit (Note 4)	8,500,000	1.59	8,500,000	1.48
Mr. Ade Tjakralaksana (Note 5)	1,800,000	0.34	1,800,000	0.31
	<u>363,362,800</u>	<u>68.06</u>	<u>363,362,800</u>	<u>63.28</u>
<b>Shareholders of the Vendor</b>				
Joint Rich Holdings Limited (Note 6)	-	-	18,748,434	3.265
Brilliant Glory Holdings Limited (Note 7)	-	-	18,748,434	3.265
FU HSUN FIBER INDUSTRIES CO., LTD. (Note 8)	-	-	2,883,132	0.500
	-	-	<u>40,380,000</u>	<u>7.03</u>
Other public Shareholders	<u>170,437,200</u>	<u>31.94</u>	<u>170,437,200</u>	<u>29.69</u>
	<u><u>533,800,000</u></u>	<u><u>100.00</u></u>	<u><u>574,180,000</u></u>	<u><u>100.00</u></u>

### Notes:

- The 192,000,000 Shares were held by Great Pacific Investments Limited ("Great Pacific") which was wholly-owned by Pou Hing Industrial Co., Ltd. ("Pou Hing"). The entire issued share capital of Pou Hing was held by Yue Yuen Industrial (Holdings) Limited ("Yue Yuen") in which Wealthplus Holdings Limited ("Wealthplus") and Win Fortune Investments Ltd. ("Win Fortune") held an interest of 47.95% and 3.16% respectively. Wealthplus and Win Fortune are in turn wholly-owned by Pou Chen Corporation ("Pou Chen"). Accordingly, Pou Hing, Yue Yuen, Wealthplus, Win Fortune and Pou Chen are all deemed to be interested in the 192,000,000 Shares held by Great Pacific. Yue Yuen is a company listed on the Main Board of the Stock Exchange (stock code: 00551). Pou Chen is a company listed on the Taiwan Stock Exchange Corporation (stock code: 9904).
- The entire issued share capital of Time Easy Investment Holdings Limited is held by Mr. Chung Yuk Sing, the chairman of the Board and the chief executive officer of the Company.
- The entire issued share capital of Excel Skill International Limited is held by Mr. Huang Yongbiao, an executive Director.

4. *Mr. Chung Yuk Sing, Mr. Chen Hsiao Ying, Mr. Huang Yongbiao and Mr. Chung Chi Kit are executive Directors.*
5. *Mr. Ade Tjakralaksana is a director of an indirect wholly-owned subsidiary of the Company.*
6. *The entire issued share capital of Joint Rich Holdings Limited, which holds a 46.43% interest in the Vendor, is held by Madam Chen.*
7. *The entire issued share capital of Brilliant Glory Holdings Limited, which holds a 46.43% interest in the Vendor, is held by Mr. Lai.*
8. *The entire issued share capital of FU HSUN FIBER INDUSTRIES CO., LTD., which indirectly holds a 7.14% interest in the Vendor, is held by over 50 individuals, each of whom does not hold more than 2% effective interest in the Vendor.*

For reference purposes only and unless otherwise specified, US\$ amounts in this announcement have been translated into HK\$ using the rate of US\$1 to HK\$7.81. No representation is made that US\$ could actually be converted into HK\$ at this rate or at any other rate or at all.

By Order of the Board  
**Eagle Nice (International) Holdings Limited**  
**Chung Yuk Sing**  
*Chairman*

Hong Kong, 8 July 2024

*As at the date of this announcement, the Board comprises seven executive Directors, namely, Mr. Chung Yuk Sing, Mr. Chen Hsiao Ying, Mr. Huang Yongbiao, Ms. Chen Fang Mei, Mr. Shih Chih-Hung, Mr. Chung Chi Kit and Mr. Hu Chia-Ho and four independent non-executive Directors, namely, Mr. Chan Cheuk Ho, Ms. Tham Kit Wan, Mr. Leung Spencer Yu Cheong and Mr. Sun Yun-Rui.*