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**Sheung Moon Holdings Limited**  
**常滿控股有限公司**

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

**(Stock Code: 8523)**

**TERMINATION OF PLACING OF NEW SHARES  
UNDER GENERAL MANDATE  
AND  
CONTINUED SUSPENSION OF TRADING**

Reference is made to the announcements of Sheung Moon Holdings Limited (the “**Company**”) dated 26 June 2024 and 27 June 2024 (collectively, the “**Announcements**”) in relation to the placing of up to 80,000,000 Placing Shares under the General Mandate. Unless otherwise defined, capitalised terms used herein have the same meanings as defined in the Announcements.

**TERMINATION OF THE PLACING**

The Board announces that due to market conditions, on 17 July 2024 (after trading hours), the Company and the Placing Agent entered into a termination agreement (the “**Termination Agreement**”) pursuant to which the Company and the Placing Agent mutually agreed to terminate the Placing Agreement (as amended and supplemented by the supplemental agreement dated 27 June 2024 (the “**Supplemental Agreement**”)) with immediate effect (the “**Termination**”).

Pursuant to the Termination Agreement, all rights, obligations and liabilities of the parties hereto shall cease and determine and neither party shall have any claim against the other in respect of the Placing save in respect of any antecedent breach of any obligation under the Placing Agreement (as amended and supplemented by the Supplemental Agreement).

The Board is of the view that the Termination will not have any material adverse effect on the existing business, operations and financial position of the Group. Upon the resumption of trading in the Company's shares on the Stock Exchange, the Company will endeavor to pursue equity fundraising opportunities, including but not limited to placing activities, to broaden its shareholder base and to raise capital for its operations and future business developments. The Company will keep the market informed by way of announcement in compliance with the requirements of the GEM Listing Rules as and when appropriate.

## **CONTINUED SUSPENSION OF TRADING**

At the request of the Company, trading in the shares of the Company on the Stock Exchange has been suspended with effect from 9:00 a.m. on 2 July 2024 and will continue to be suspended, pending the publication of the annual results of the Group for the financial year ended 31 March 2024.

**Shareholders of the Company and potential investors should exercise caution when dealing in the Company's shares.**

By order of the Board  
**Sheung Moon Holdings Limited**  
**Shen Taiju**  
*Executive Director and Chairman*

Hong Kong, 17 July 2024

*As at the date of this announcement, the Board comprises two executive Directors, namely, Mr. Tang Siu Tim and Ms. Shen Taiju and three independent non-executive Directors, namely, Mr. Wong Choi Chak, Mr. Leung Kim Hong and Mr. Kwan Hung Chun Curtus.*

*This announcement, for which the Directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The Directors of the Company, 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 Information" page on the Stock Exchange's website at [www.hkexnews.hk](http://www.hkexnews.hk) for at least 7 days from the day of its posting. This announcement will also be published on the Company's website at [www.smcl.com.hk](http://www.smcl.com.hk).*