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PALINDA GROUP HOLDINGS LIMITED

百利達集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8179)

COMPLETION OF SUBSCRIPTION OF NEW SHARES UNDER GENERAL MANDATE

Reference are made to the announcements of Palinda Group Holdings Limited (the “**Company**”) dated 13 November 2023 and 16 November 2023 (the “**Announcements**”) in relation to the subscription of new shares under general mandate. Unless the context requires otherwise, capitalised terms used in this announcement shall have the same meaning as those defined in the Announcements.

COMPLETION OF THE SUBSCRIPTIONS

The Board is pleased to announce that the Conditions set out in the Subscription Agreements have been fulfilled and completion of the Subscriptions (“**Completion**”) took place on 22 November 2023.

The 199,372,000 Subscription Shares represent approximately 20% of the existing issued share capital of the Company immediately before Completion and approximately 16.67% of the issued share capital of the Company as enlarged by the allotment and issue of the Subscription Shares immediately upon Completion.

The net proceeds from the Subscriptions (after deduction of the relevant expenses of the Subscriptions) amounted to approximately HK\$19.86 million, are currently intended to be applied as general working capital and the repayment of other borrowing.

EFFECTS ON SHAREHOLDING STRUCTURE OF THE COMPANY

The shareholding structure of the Company (i) immediately before Completion; and (ii) immediately upon Completion and as at the date of this announcement is as follows:

	Immediately before Completion		Immediately upon Completion and as at the date of this announcement	
	<i>Number of Shares</i>	<i>Approximate %</i>	<i>Number of Shares</i>	<i>Approximate %</i>
Non-public Shareholders				
Huang Wei	171,244,800	17.18	171,244,800	14.32
<i>Subtotal</i>	<u>171,244,800</u>	<u>17.18</u>	<u>171,244,800</u>	<u>14.32</u>
Public Shareholders				
The Subscribers:				
– Subscriber A	200,400	0.02	45,059,400	3.77
– Subscriber B	–	–	44,859,000	3.75
– Subscriber C	–	–	44,859,000	3.75
– Subscriber D	37,800,000	3.79	47,769,000	3.99
– Subscriber E	17,330,400	1.74	47,235,400	3.95
– Subscriber F	–	–	24,921,000	2.08
Other public Shareholders	770,288,901	77.27	770,288,901	64.39
<i>Subtotal</i>	<u>825,619,701</u>	<u>82.82</u>	<u>1,024,991,701</u>	<u>85.68</u>
Total	<u>996,864,501</u>	<u>100.00</u>	<u>1,196,236,501</u>	<u>100.00</u>

By order of the Board
Palinda Group Holdings Limited
Huang Wei
Chairlady and executive Director

Hong Kong, 22 November 2023

As at the date of this announcement, the Board of the Company comprises Ms. Huang Wei and Mr. Dou Sheng as executive Directors, and Mr. Wu Chi King, Mr. So Yat Chuen and Ms. Cheng Wai, Iris, as independent non-executive Directors.

This announcement, for which the Directors 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 (“HKEx”) 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 Information” page of the HKEx website at www.hkexnews.hk for at least seven days from the date of its posting and on the Company’s website at www.palinda.com.