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aeso

AESO HOLDING LIMITED

艾碩控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8341)

PLACING OF EXISTING SHARES BY A SHAREHOLDER

This announcement is made by Aeso Holding Limited (the “**Company**”) pursuant to Rules 17.10 of the Rules Governing the Listing of Securities on GEM on The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”) and the Inside Information Provisions (as defined in the GEM Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

THE PLACING AGREEMENT

The Company was informed by W&Q Investment Limited (“**W&Q**”), one of the shareholders of the Company, that a placing agreement (the “**Placing Agreement**”) was entered into on 5 July 2019 between W&Q and HK Monkey Securities Limited (the “**Placing Agent**”) for the offer by way of a private placing (the “**Placing**”), on a best-effort basis, of up to 73,500,000 shares in the Company (the “**Placing Shares**”) held by W&Q to not less than 100 placees who are independent professional, institutional or individual investors procured by the Placing Agent to purchase the Placing Shares pursuant to the Placing Agent’s obligations under the Placing Agreement (the “**Placees**”) at HK\$0.84 per Placing Share, which is the same price as the listing price of the shares of the Company on 13 January 2017, during the period from the date of the Placing Agreement to 31 July 2019 (the “**Placing Period**”).

THE SHAREHOLDING STRUCTURE UPON COMPLETION OF THE PLACING

The 73,500,000 Placing Shares represent approximately 36.75% of the existing issued share capital of the Company. As at the date of this announcement, W&Q holds 73,500,000 shares in the Company, representing approximately 36.75% of the existing issued share capital of the Company. Assuming all of the 73,500,000 Placing Shares are placed out, upon completion of the Placing, W&Q will not hold any shares of the Company.

The following is a summary of the shareholding structure of the Company as at the date of this announcement and immediately upon completion of the Placing (assuming all of the 73,500,000 Placing Shares are placed out):

| | Shareholding as at the date of this announcement | | Shareholding immediately upon completion of the Placing (assuming all of the 73,500,000 Placing Share are placed out) | |
|--------------------|---|---------------------------------|--|---------------------------------|
| | <i>Number of Shares held</i> | <i>% of Shares in issue</i> | <i>Number of Shares held</i> | <i>% of Shares in issue</i> |
| W&Q | 73,500,000 | 36.75 | 0 | 0 |
| Acropolis Limited* | 76,500,000 | 38.25 | 76,500,000 | 38.25 |
| Public | 50,000,000 | 25.00 | 123,500,000 | 61.75 |
| | <hr/> | <hr/> | <hr/> | <hr/> |
| Total | <u>200,000,000</u> | <u>100</u> | <u>200,000,000</u> | <u>100</u> |

* *Acropolis Limited is a company wholly-owned by Mr. Chan Siu Chung, the Chairman and an Executive Director of the Company.*

The Company does not expect that the placing of existing shares by W&Q as one of the shareholders will have any adverse effect on the operations of the Company and its subsidiaries.

CONTINUED SUSPENSION OF TRADING IN THE SHARES

At the direction of the Stock Exchange, trading in the shares of the Company on the Stock Exchange was halted with effect from 9:30 am on 12 June 2017 until further notice.

Shareholders and potential investors are advised to exercise caution when dealing in the Shares.

For and on behalf of
Aeso Holding Limited
Chan Siu Chung
Chairman

Hong Kong, 8 July 2019

As at the date of this announcement, the Board comprises Mr. Chan Siu Chung, Mr. Au Siu Kwong and Zhang Hai Wei as Executive Directors, and Mr. Yeung Chun Yue, David, Ms. Lai Wing Sze and Ms. Yu Wan Ki as Independent Non-Executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, include 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, (1) the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; and (2) 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 GEM website at www.hkgem.com for a minimum period of seven days from the date of the publication and on the website of the Company at www.aeso.hk.