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BIRMINGHAM SPORTS HOLDINGS LIMITED

伯明翰體育控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2309)

COMPLETION OF MAJOR TRANSACTION RELATING TO (I) THE ACQUISITION OF THE ENTIRE ISSUED SHARE CAPITAL OF A COMPANY IN CAMBODIA; (II) THE CONSTRUCTION OF A COMMERCIAL AND EDUCATIONAL BUILDING IN CAMBODIA; AND (III) THE ACQUISITION OF PROPERTIES IN CAMBODIA

Reference is made to the circular of Birmingham Sports Holdings Limited (the “**Company**”) dated 31 October 2017 (the “**Circular**”). Unless the context otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the Circular.

COMPLETION OF AGREEMENTS

The Board is pleased to announce that all the conditions precedent of the Agreements have been fulfilled and completion of the Agreements took place on 27 November 2017. The Consideration Shares, i.e., in aggregate 2,086,551,000 new Shares, were allotted and issued at the Issue Price pursuant to the terms and conditions of the Agreements.

EFFECT ON SHAREHOLDING STRUCTURE OF THE COMPANY

To the best of the knowledge, information and belief of the Directors having made all reasonable enquiries, the following table illustrates the shareholding structure of the Company immediately before and after the allotment and issue of the Consideration Shares:

Name of shareholder	Immediately before the allotment and issue of the Consideration Shares		Immediately after the allotment and issue of the Consideration Shares	
	Number of Shares	Approximate percentage of issued Share	Number of Shares	Approximate percentage of issued Share
Trillion Trophy (<i>Note 1</i>)	3,825,000,000	60.78%	3,825,000,000	45.65%
Ever Depot (<i>Note 2</i>)	–	–	2,086,551,000	24.90%
Public Shareholders	<u>2,468,154,672</u>	<u>39.22%</u>	<u>2,468,154,672</u>	<u>29.45%</u>
Total	<u>6,293,154,672</u>	<u>100.00%</u>	<u>8,379,705,672</u>	<u>100.00%</u>

Notes:

- (1) Trillion Trophy is a wholly-owned subsidiary of Wealthy Associates which in turn is wholly-owned by Mr. Suen.
- (2) Ever Depot is a wholly-owned subsidiary of GRED.

By Order of the Board
Birmingham Sports Holdings Limited
Zhao Wenqing
Chairman

Hong Kong, 27 November 2017

As at the date of this announcement, the Board comprises nine Directors, namely Mr. Zhao Wenqing (Chairman), Mr. Huang Dongfeng (Chief Executive Officer), Ms. Chan Yuk Yee, Mr. Yiu Chun Kong and Mr. Hsiao Charng Geng as Executive Directors; Mr. Sue Ka Lok as Non-executive Director; and Mr. To Yan Ming, Edmond, Mr. Pun Chi Ping and Ms. Leung Pik Har, Christine as Independent Non-executive Directors.