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**bossini**

**BOSSINI INTERNATIONAL HOLDINGS LIMITED**

**堡獅龍國際集團有限公司\***

*(Incorporated in Bermuda with limited liability)*

(Stock Code: 592)

**(1) RESULTS OF THE RIGHTS ISSUE ON THE BASIS OF  
ONE (1) RIGHTS SHARE FOR EVERY TWO (2) EXISTING SHARES  
HELD ON THE RECORD DATE  
ON A NON-UNDERWRITTEN BASIS**

**AND**

**(2) ADJUSTMENTS TO THE SHARE OPTIONS**

Reference is made to the prospectus of Bossini International Holdings Limited (the “**Company**”) dated 17 March 2021 (the “**Prospectus**”). Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Prospectus.

**RESULTS OF THE RIGHTS ISSUE**

The Board is pleased to announce that at 4:00 p.m. on Wednesday, 31 March 2021, being the latest time for acceptance of and payment for the Rights Shares and application and payment for the excess Rights Shares:

- (i) 90 valid acceptances of provisional allotments under the PALs were received for a total of 694,039,407 Rights Shares, representing approximately 84.44% of the maximum number of 821,916,697 Rights Shares being offered under the Rights Issue; and
- (ii) 54 valid applications for excess Rights Shares under the EAFs were received for a total of 165,322,943 Rights Shares, representing approximately 20.11% of the maximum number of 821,916,697 Rights Shares being offered under the Rights Issue.

\* *for identification purposes only*

In aggregate, 144 valid acceptances and applications in respect of 859,362,350 Rights Shares have been accepted and applied for, representing approximately 104.56% of the maximum number of 821,916,697 Rights Shares offered under the Rights Issue.

All conditions set out in the Prospectus have been fulfilled and the Rights Issue became unconditional at 5:00 p.m. on Thursday, 1 April 2021. The gross proceeds raised from the Rights Issue are approximately HK\$295.9 million before expenses.

### **EXCESS APPLICATION**

Given the valid acceptance of provisional allotments under the PALs mentioned above, 127,877,290 Rights Shares, representing approximately 15.56% of the total number of 821,916,697 Rights Shares offered under the Rights Issue, were available for subscription under the EAFs. Such number of excess Rights Shares was insufficient to satisfy all valid applications for a total number of 165,322,943 excess Rights Shares under the EAFs.

The allocation of the excess Rights Shares was made pursuant to the principles set out in the section headed “Letter from the Board – The Rights Issue – Application for Excess Rights Shares” in the Prospectus. Given that the number of excess Rights Shares available for subscription under the EAFs only represented approximately 77.35% of a total of 165,322,943 excess Rights Shares validly applied for, the allocation of the 127,877,290 Rights Shares to the Qualifying Shareholders who applied for excess Rights Shares was made on a fair and equitable basis, and as far as practicable on a pro-rata basis of approximately 77.35% by reference to the number of excess Rights Shares applied for under each application. Reference was only made to the number of excess Rights Shares applied for but no reference was made to the Rights Shares subscribed through applications by PALs or the existing number of Shares held by the Qualifying Shareholders. In addition, no preference was given to applications for topping up odd-lot holdings to whole lot holdings.

## SHAREHOLDING STRUCTURE OF THE COMPANY

Based on the information available to the Company and to the best of the Directors' knowledge, information and belief after having made all reasonable enquiries, as at the date of this announcement, the shareholding structure of the Company immediately before and after the completion of the Rights Issue is as follows:

	Immediately before completion of the Rights Issue		Immediately after completion of the Rights Issue	
	<i>No. of Shares</i>	<i>Approximate %</i>	<i>No. of Shares</i>	<i>Approximate %</i>
<b>Controlling Shareholder</b> Dragon Leap ( <i>Note</i> )	1,093,839,246	66.54	1,741,977,652	70.65
<b>Public Shareholders</b>	<u>549,994,148</u>	<u>33.46</u>	<u>723,772,439</u>	<u>29.35</u>
<b>TOTAL</b>	<u><u>1,643,833,394</u></u>	<u><u>100.00</u></u>	<u><u>2,465,750,091</u></u>	<u><u>100</u></u>

*Note:* As at the date of this announcement, Dragon Leap is owned as to 80% by Viva China Consumables Holdings Limited (a wholly-owned subsidiary of Viva China Holdings Limited, the issued shares of which are listed on GEM of the Stock Exchange (stock code: 8032)) and 20% by Keystar Limited (a company wholly-owned by Mr. Law Ching Kit Bosco, a Director).

## DESPATCH OF SHARE CERTIFICATES AND COMMENCEMENT OF DEALINGS IN THE RIGHTS SHARES

It is expected that the share certificates for all fully-paid Rights Shares in respect of the valid acceptances of the Rights Shares under the PALs and the EAFs will be despatched to those entitled thereto by ordinary post to their respective registered addresses on or before Tuesday, 13 April 2021 at their own risk. Dealings in the fully-paid Rights Shares are expected to commence on the Stock Exchange at 9:00 a.m. on Wednesday, 14 April 2021.

## ODD LOT ARRANGEMENT

In order to alleviate difficulties in relation to the existence of odd lots of the Shares arising from the Rights Issue, the Company has appointed Computershare Hong Kong Investor Services Limited as an agent to provide matching services on a best effort basis to the Shareholders who wish to top up or sell their holdings of odd lots of the Shares during the period from 9:00 a.m. on Wednesday, 14 April 2021 to 4:00 p.m. on Wednesday, 28 April 2021, both dates inclusive. Holders of the Shares in odd lots represented by the existing share certificates for the Shares who wish to take advantage of this facility to either dispose of their odd lots of the Shares or top up their odd lots to a full new board lot may directly or through their brokers contact Computershare Hong Kong Investor Services Limited at Shops 1712- 1716, 17th Floor, Hopewell Centre, 183

Queen’s Road East, Wanchai, Hong Kong (telephone number: (852) 2862 8555) during office hours (i.e. 9:00 a.m. to 4:30 p.m.) within such period. Holders of the Shares who would like to match odd lots are recommended to make an appointment in advance by dialling the telephone number of Computershare Hong Kong Investor Services Limited set out above.

Holders of Shares in odd lots should note that the matching services mentioned above are on a “best effort” basis only and successful matching of the sale and purchase of odd lots of Shares is not guaranteed and will depend on there being adequate amount of odd lots of Shares available for matching. Shareholders are advised to consult their financial advisers if they are in doubt about the above arrangements.

### ADJUSTMENTS TO THE SHARE OPTIONS

The Board announces that, upon the completion of the Rights Issue, adjustments are made to the exercise price and the number of Shares falling to be issued upon the exercise of the outstanding Share Options pursuant to the relevant terms of the Share Option Scheme, Rule 17.03(13) of the Listing Rules and the Supplementary Guidance on Main Board Listing Rules 17.03(13)/GEM Listing Rules 23.03(13) and the Note Immediately After the Rule attached to the Frequently Asked Question No. 072-2020 issued by the Stock Exchange on 6 November 2020 (the “**Stock Exchange Supplementary Guidance**”).

The exercise price of the outstanding Share Options and the number of Shares falling to be issued upon the exercise of the outstanding Share Options are adjusted in the following manner:

Date of grant of the outstanding Share Options	Immediately before the Rights Issue		Immediately after the Rights Issue	
	Exercise price per Share (HK\$)	Number of Shares to be issued upon full exercise of the outstanding Share Options	Adjusted exercise price per Share (HK\$)	Adjusted number of Shares to be issued upon full exercise of the outstanding Share Options
5 January 2021	0.460	90,000,000	0.456	90,818,101

PricewaterhouseCoopers, the auditor of the Company, has certified in writing that the adjustments made to the exercise price and the number of Shares falling to be issued upon the exercise of the outstanding Share Options are in compliance with the requirements set out in the relevant terms of the Share Option Scheme, Rule 17.03(13) of the Listing Rules and the Stock Exchange Supplemental Guidance.

By order of the Board of  
**Bossini International Holdings Limited**  
**Mr. Victor HERRERO**  
*Chairman and Non-executive Director*

Hong Kong, 12 April 2021

*As at the date of this announcement, the Board comprises three executive Directors, namely Mr. CHEUNG Chi (Chief Executive Officer), Mr. ZHAO Jianguo, and Mr. CHAN Cheuk Him Paul, two non-executive Directors, namely Mr. Victor HERRERO (Chairman) and Mr. LAW Ching Kit Bosco, and three independent non-executive Directors, namely Mr. LEE Kwok Ming, Mr. CHEONG Shin Keong and Prof. SIN Yat Ming.*

*This announcement will be published on the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and on the website of the Company at <https://corp.bossini.com/investor-relations/>.*