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Artini Holdings Limited

雅天妮集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 789)

COMPLETION OF PLACING OF NEW SHARES UNDER THE GENERAL MANDATE

Placing Agent



Reference is made to the announcement of Artini Holdings Limited (the “**Company**”) dated 9 September 2024 in relation to the Placing (the “**Announcement**”). Capitalised terms used herein shall have the same meanings as those defined in the Announcement unless otherwise specified.

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

The Board is pleased to announce that all the conditions set out in the Placing Agreement have been fulfilled and completion of the Placing took place on 4 October 2024. A total of 220,000,000 Placing Shares have been successfully placed by the Placing Agent to not less than six Places at Placing Price of HK\$0.270 per Placing Share pursuant to the terms and conditions of the Placing Agreement. The 220,000,000 Placing Shares represent (i) approximately 19.93% of the existing issued share capital of the Company of 1,103,968,128 Shares as at the date of this announcement; and (ii) approximately 16.62% of the issued share capital of the Company of 1,323,968,128 Shares as enlarged by the allotment and issue of the Placing Shares.

To the best of the Company's knowledge, information and belief, having made all reasonable enquiries, (i) the Placees and their respective ultimate beneficial owners (if any) are Independent Third Parties; and (ii) none of the Placees has become a substantial Shareholder (as defined under the Listing Rules) immediately upon Completion.

USE OF PROCEEDS

The gross proceeds from the Placing and net proceeds from the Placing, after deduction of the placing commission and other related expenses, amounted to HK\$59.4 million and approximately HK\$58.9 million, respectively. The Company intends to use such net proceeds from the Placing in the following manner:

- (i) approximately 26.8% of the net proceeds of the Placing, or approximately HK\$15.8 million for operation and enhancement of fashion accessories business by diversifying the product range to include precious metal products and launching a new series of fashion accessories featuring Chinese cultural elements;
- (ii) approximately 33.1% of the net proceeds of the Placing, or approximately HK\$19.5 million for conducting marketing activities such as product marketing, customer education and brand advertising, aimed at expanding the market share of the skincare and health products sales business;
- (iii) approximately 20.4% of the net proceeds of the Placing, or approximately HK\$12.0 million for enhancement of online platform in relation to both fashion accessories business and skincare and health products sales business; and
- (iv) approximately 19.7% of the net proceeds of the Placing, or approximately HK\$11.6 million for general working capital and general corporate purposes of the Group.

EFFECTS ON SHAREHOLDING STRUCTURE OF THE COMPANY

The shareholding structure of the Company immediately before Completion and immediately after Completion are as follows:

	Immediately before Completion		Immediately after Completion	
	Number of Shares	Approximate %	Number of Shares	Approximate %
Shareholders				
Rapid Development Limited ^(Note)	708,591,525	64.19	708,591,525	53.52
Placees	–	–	220,000,000	16.62
Other public Shareholders	<u>395,376,603</u>	<u>35.81</u>	<u>395,376,603</u>	<u>29.86</u>
Total	<u>1,103,968,128</u>	<u>100.00</u>	<u>1,323,968,128</u>	<u>100.00</u>

Note: Rapid Development Limited is wholly owned by Rapid Investment Development (Shenzhen) Limited* (迅發投資發展(深圳)有限公司), which is in turn wholly owned by Fuxing Investment Development (Shenzhen) Co., Ltd.* (賦興投資發展(深圳)有限公司), a company owned as to 70% by Mr. Chen Long, 29% by Ms. Lin Chenjie (wife of Mr. Chen Long) and 1% by Mr. Chen Naien (brother of Mr. Chen Long).

By order of the Board
Artini Holdings Limited
Chen Long
Chairman and Executive Director

Hong Kong, 4 October 2024

As at the date of this announcement, the executive directors of the Company are Mr. Chen Long (Chairman), Mr. Tse Hoi Chau and Mr. Chen Shaojia; and the independent non-executive directors of the Company are Mr. Yuen Wai Kin, Mr. Lau Yiu Kit and Mr. Ma Sai Yam.

* For identification purpose only