

Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the prospectus dated 4 December 2020 (the “**Prospectus**”) of Blue Moon Group Holdings Limited (the “**Company**”).

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## **Blue Moon Group Holdings Limited**

藍月亮集團控股有限公司

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 6993)**

# **FULL EXERCISE OF THE OVER-ALLOTMENT OPTION**

## **FULL EXERCISE OF THE OVER-ALLOTMENT OPTION**

The Company announces that the Over-allotment Option described in the Prospectus and the announcement of the offer price and allotment results dated 15 December 2020 (the “**Announcement**”) has been fully exercised by the Joint Global Coordinators, on behalf of the International Underwriters, on 6 January 2021 in respect of an aggregate of 112,068,500 Offer Shares (the “**Over-allotment Shares**”), representing approximately 15% of the total number of the Offer Shares initially available under the Global Offering before any exercise of the Over-allotment Option, to (among other things) facilitate the return to ZED Group Limited of the borrowed Shares under the Stock Borrowing Agreement which were used to cover over-allocations in the International Offering. The number of the Over-allotment Shares also includes the Shares to be issued to the HCM Entities (i.e. Gaoling Fund L.P. and YHG Investment L.P.) pursuant to the exercise of the Anti-Dilution Option by HCM.

The Over-allotment Shares will be issued and allotted by the Company at HK\$13.16 per Offer Share (exclusive of brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%), being the Offer Price per Offer Share under the Global Offering.

A further announcement will be made by the Company after the end of the stabilisation period in connection with the Global Offering pursuant to section 9(2) of the Securities and Futures (Price Stabilising) Rules (Chapter 571W of the Laws of Hong Kong).

## **FULL EXERCISE OF THE OVER-ALLOTMENT OPTION**

The Company announces that the Over-allotment Option described in the Prospectus and the Announcement has been fully exercised by the Joint Global Coordinators, on behalf of the International Underwriters, on 6 January 2021 in respect of an aggregate of 112,068,500 Offer Shares, representing approximately 15% of the total number of the Offer Shares initially available under the Global Offering before any exercise of the Over-allotment Option, to (among other things) facilitate the return to ZED Group Limited of the borrowed Shares under the Stock Borrowing Agreement which were used to cover over-allocations in the International Offering. The number of the Over-allotment Shares also includes the Shares to be issued to the HCM Entities (i.e. Gaoling Fund L.P. and YHG Investment L.P.) pursuant to the exercise of the Anti-Dilution Option by HCM. Details of the Anti-Dilution Option are set out in the Prospectus.

The Over-allotment Shares will be issued and allotted by the Company at HK\$13.16 per Offer Share (exclusive of brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%), being the Offer Price per Offer Share under the Global Offering.

### **Approval of Listing**

Approval for the listing of and permission to deal in the Over-allotment Shares has already been granted by the Listing Committee of the Stock Exchange. Listing of and dealings in the Over-allotment Shares are expected to commence on the Main Board of the Stock Exchange at 9:00 a.m. on Monday, 11 January 2021.

## Shareholding Structure of the Company upon the Completion of the Full Exercise of the Over-allotment Option

The shareholding structure of the Company immediately before and immediately after the completion of the full exercise of the Over-allotment Option is as follows:

Shareholders	Immediately before the issue of the Over-allotment Shares		Immediately after the issue of the Over-allotment Shares	
	Number of issued Shares	Approximate % of issued share capital	Number of issued Shares	Approximate % of issued share capital
ZED	4,333,354,000	75.40%	4,435,000,000	75.69%
Van Group Limited	11,000,000	0.19%	11,000,000	0.19%
Allied Power Limited	3,500,000	0.06%	3,500,000	0.06%
HCM	500,000,000	8.70%	500,000,000	8.53%
Gaoling Fund L.P.	32,843,000	0.57%	42,765,000	0.73%
YHG Investment L.P.	1,657,000	0.03%	2,157,500	0.04%
Hai Fei	36,000,000	0.63%	36,000,000	0.61%
CCIL	14,500,000	0.25%	14,500,000	0.25%
Other public Shareholders	814,272,500	14.17%	814,272,500	13.90%
<b>Total</b>	<b><u>5,747,126,500</u></b>	<b><u>100.00%</u></b>	<b><u>5,859,195,000</u></b>	<b><u>100.00%</u></b>

### Use of Proceeds

The Company will receive additional net proceeds of approximately HK\$1,445 million from the issue of the Over-allotment Shares, after deducting the commissions and other offering expenses payable by the Company in relation to the exercise of the Over-allotment Option. The Company intends to apply the additional net proceeds on a pro rata basis for the purposes as set out in the section headed “Future Plans and Use of Proceeds — Use of Proceeds” in the Prospectus.

### PUBLIC FLOAT

The Stock Exchange has granted the Company a waiver from strict compliance with the minimum public float requirement under Rule 8.08(1)(a) of the Listing Rules such that the minimum public float may be such percentage of Shares to be held by the public immediately after the completion of the Global Offering as increased from the issue of additional Offer Shares to public shareholders as a result of the exercise of the Over-allotment Option.

Immediately after the issue and allotment of the Over-allotment Shares, the number of Shares in public hands represents approximately 24.06% of the total issued share capital of the Company, which satisfies the minimum percentage prescribed in the conditions imposed in the waiver granted by the Stock Exchange from strict compliance with Rule 8.08(1)(a) of the Listing Rules.

A further announcement will be made by the Company after the end of the stabilisation period in connection with the Global Offering pursuant to section 9(2) of the Securities and Futures (Price Stabilising) Rules (Chapter 571W of the Laws of Hong Kong).

By order of the Board  
**Blue Moon Group Holdings Limited**  
**Pan Dong**  
*Chairman and Executive Director*

Hong Kong, 6 January 2021

*As at the date of this announcement, the Board of Directors of the Company comprises Ms. PAN Dong, Mr. LUO Qiuping, Ms. LUO Dong, Mr. POON Kwok Leung, Ms. XIAO Haishan as executive Directors; Mr. CAO Wei as non-executive Director; and Mr. Bruno Robert MERCIER, Ms. NGAN Edith Manling and Mr. HU Yebi as independent non-executive Directors.*