

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

*This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for the securities of the Company.*



## **Synergy Group Holdings International Limited**

**滙能集團控股國際有限公司**

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

**(Stock Code: 1539)**

### **COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE**

**Placing Agent**

**HORAY 好盈**

The Board announces that all conditions of the Placing have been fulfilled and the completion of the Placing took place on 4 April 2018. A total of 50,000,000 Placing Shares have been successfully placed by the Placing Agent to not less than six Placees at the Placing Price of HK\$1.09 per Placing Share pursuant to the terms and conditions of the Placing Agreement.

Reference is made to the announcement of Synergy Group Holdings International Limited (the “**Company**”) dated 14 March 2018 (the “**Announcement**”). Terms used herein shall have the same meanings as defined in the Announcement unless the context requires otherwise.

#### **COMPLETION OF THE PLACING**

The Board announces that all conditions of the Placing have been fulfilled and the completion of the Placing took place on 4 April 2018. A total of 50,000,000 Placing Shares have been successfully placed by the Placing Agent to not less than six Placees at the Placing Price of HK\$1.09 per Placing Share pursuant to the terms and conditions of the Placing Agreement.

To the best of the Directors’ knowledge, information and belief, having made all reasonable enquiries, the Placees and their respective ultimate beneficial owners are Independent Third Parties, and that none of the Placees has, immediately upon Placing Completion, become a substantial shareholder (as defined in the Listing Rules) of the Company.

The gross proceeds from the Placing are approximately HK\$54.5 million, and net proceeds, after deduction of all relevant expenses (including but not limited to the placing commission, legal expenses and disbursements) incidental to the Placing of approximately HK\$1.6 million, are approximately HK\$52.9 million. As stated in the Announcement, the Company intends to use the net proceeds raised from the Placing for general working capital of the Group.

## EFFECT OF THE PLACING ON SHAREHOLDING STRUCTURE

The 50,000,000 Placing Shares represent: (a) 10.0% of the issued share capital of the Company immediately before Placing Completion; and (b) approximately 9.1% of the issued share capital of the Company as enlarged by the allotment and issue of the 50,000,000 Placing Shares. The aggregate nominal value of the 50,000,000 Placing Shares is HK\$500,000.

Set out below is the shareholding structure of the Company immediately before and after completion of the Placing:

Name of the Shareholder	Shareholding immediately before Placing Completion		Shareholding immediately upon Placing Completion	
	Number of shares held	Approximate shareholding percentage	Number of shares held	Approximate shareholding percentage
Abundance Development Limited ( <i>note 1</i> )	47,249,204	9.45%	47,249,204	8.59%
Mr. Lam Arthur ( <i>note 2</i> )	35,464,437	7.09%	35,464,437	6.45%
The Placees	–	–	50,000,000	9.09%
Other public Shareholders	417,286,359	83.46%	417,286,359	75.87%
<b>Total</b>	<b>500,000,000</b>	<b>100.00%</b>	<b>550,000,000</b>	<b>100.00%</b>

*Notes:*

1. Abundance Development Limited is wholly-owned by Mr. Wong Man Fai Mansfield, the Chairman, Chief Executive Officer and an executive Director.
2. Mr. Lam Arthur is the Vice Chairman and an executive Director.

By order of the Board  
**Synergy Group Holdings International Limited**  
**Wong Man Fai Mansfield**  
*Chairman, Chief Executive Officer and  
executive Director*

Hong Kong, 4 April 2018

*As at the date of this announcement, the executive Directors are Mr. Wong Man Fai Mansfield and Mr. Lam Arthur; and the independent non-executive Directors are Mr. Chung Koon Yan, Mr. Cheung Yick Hung Jackie and Dr. Wong Chi Ying Anthony.*