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**aeso**

**AESO HOLDING LIMITED**

**艾碩控股有限公司**

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

**(Stock Code: 8341)**

## **PLACING OF EXISTING SHARES BY THE CONTROLLING SHAREHOLDER**

This announcement is made by Aeso Holding Limited (the “**Company**”) pursuant to Rules 17.10 of the Rules Governing the Listing of Securities on GEM on The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”) and the Inside Information Provisions (as defined in the GEM Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

### **THE PLACING AGREEMENT**

The Company was informed by Acropolis Limited (“**Acropolis**”), the controlling shareholder of the Company, that a placing agreement (the “**Placing Agreement**”) was entered into on 24 July 2019 between Acropolis and China Sky Securities Limited (the “**Placing Agent**”) for the offer by way of a private placing (the “**Placing**”), on a best-effort basis, of 50,000,000 shares in the Company (the “**Placing Shares**”) held by Acropolis to not more than 50 placees who are individuals, corporate, institutional investors or other investors procured by the Placing Agent to purchase the Placing Shares pursuant to the Placing Agent’s obligations under the Placing Agreement (the “**Placees**”) at HK\$0.84 per Placing Share, which is the same price as the listing price of the shares of the Company on 13 January 2017, during the period from the date of the Placing Agreement to 26 July 2019 (or such other date as agreed by Acropolis and the Placing Agent) (the “**Placing Period**”).

### **THE SHAREHOLDING STRUCTURE UPON COMPLETION OF THE PLACING**

The 50,000,000 Placing Shares represent 25.00% of the existing issued share capital of the Company. As at the date of this announcement, Acropolis holds 76,500,000 shares in the Company, representing 38.25% of the existing issued share capital of the Company. Assuming all of the 50,000,000 Placing Shares are placed out, upon completion of the Placing, Acropolis will hold 26,500,000 shares of the Company, representing 13.25% of the existing issued share capital of the Company.

The following is a summary of the shareholding structure of the Company as at the date of this announcement and immediately upon completion of the Placing (assuming all of the 50,000,000 Placing Shares are placed out):

	Shareholding as at the date of this announcement		Shareholding immediately upon completion of the Placing (assuming all of the 50,000,000 Placing Share are placed out)	
	<i>Number of Shares held</i>	<i>% of Shares in issue</i>	<i>Number of Shares held</i>	<i>% of Shares in issue</i>
Acropolis Limited*	76,500,000	38.25	26,500,000	13.25
W&Q Investment Limited	73,500,000	36.75	73,500,000	36.75
Public	50,000,000	25.00	100,000,000	50.00
Total	<u>200,000,000</u>	<u>100.00</u>	<u>200,000,000</u>	<u>100.00</u>

\* *Acropolis Limited is a company wholly-owned by Mr. Chan Siu Chung, the Chairman and an Executive Director of the Company.*

Pursuant to the Placing Agreement, the Placees to be procured by or on behalf of the Placing Agent shall be independent of the Company and Acropolis and not connected nor acting in concert with any of the connected persons (as defined under the GEM Listing Rules) of the Company, Acropolis, or any of its connected persons or their respective associates.

Mr. Chan Siu Chung confirms that he will remain as the Chairman and an Executive Director of the Company upon the completion of the Placing. The Company does not expect that the placing of existing shares by Acropolis as one of the shareholders will have any adverse effect on the operations of the Company and its subsidiaries.

## **CONTINUED SUSPENSION OF TRADING IN THE SHARES**

At the direction of the Stock Exchange, trading in the shares of the Company on the Stock Exchange was halted with effect from 9:30 am on 12 June 2017 until further notice.

**Shareholders and potential investors are advised to exercise caution when dealing in the Shares.**

For and on behalf of  
**Aeso Holding Limited**  
**Chan Siu Chung**  
*Chairman*

Hong Kong, 24 July 2019

*As at the date of this announcement, the Board comprises Mr. Chan Siu Chung, Mr. Au Siu Kwong and Zhang Hai Wei as Executive Directors, and Mr. Yeung Chun Yue, David, Ms. Lai Wing Sze and Ms. Yu Wan Ki as Independent Non-Executive Directors.*

*This announcement, for which the Directors collectively and individually accept full responsibility, include particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, (1) the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; and (2) there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the “Latest Listed Company Information” page of the GEM website at [www.hkgem.com](http://www.hkgem.com) for a minimum period of seven days from the date of the publication and on the website of the Company at [www.aeso.hk](http://www.aeso.hk).*