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**Sandmartin International Holdings Limited**

**聖馬丁國際控股有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 482)**

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

The Board is pleased to announce that all conditions precedent of the Subscription have been fulfilled and the Completion took place on 31 August 2020. 100,000,000 Subscription Shares were allotted and issued to the New Subscriber at the Subscription Price of HK\$0.1 pursuant to the Subscription Agreement and the Supplemental Agreement.

Reference is made to the announcements of the Company dated 6 August 2020 and 10 August 2020 in relation to, among other things, the subscription of new Shares under the General Mandate (the “**Announcements**”). Unless otherwise specified herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

### **COMPLETION OF THE SUBSCRIPTION**

The Board is pleased to announce that all conditions precedent of the Subscription have been fulfilled and the Completion took place on 31 August 2020. 100,000,000 Subscription Shares were allotted and issued to the New Subscriber at the Subscription Price of HK\$0.1 pursuant to the Subscription Agreement and the Supplemental Agreement.

To the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, the New Subscriber is a third party independent of the Company and its connected persons (as defined in the Listing Rules). The New Subscriber is not a substantial shareholder (as defined under the Listing Rules) of the Company upon Completion. The net proceeds from the Subscription, after deducting relevant expenses incurred in relation to the Subscription, amount to approximately HK\$9,800,000, of which HK\$7,000,000 will be used to replenish liquidity of the Company and the rest of HK\$2,800,000 will be used as general working capital of the Group.

### **SHAREHOLDING STRUCTURE OF THE COMPANY**

100,000,000 Subscription Shares represent (i) approximately 3.05% of the issued share capital of the Company immediately before the Completion; and (ii) approximately 2.96% of the issued share capital of the Company as enlarged by the issue of the Subscription Shares.

The table below sets out a summary of the shareholding structure of the Company immediately before and after the Completion:

Shareholder(s)	<i>Immediately before the Completion</i>		<i>Immediately after the Completion</i>	
	No. of Shares held	Approximate % of the total issued Shares	No. of Shares held	Approximate % of total issued Shares
First Steamship Company Limited	950,859,347 (Note 1)	29.00%	950,859,347	28.14%
Metroasset Investments Limited	507,188,592 (Note 2)	15.47%	507,188,592	15.01%
Other shareholders	1,820,777,396	55.53%	1,820,777,396	53.89%
New Subscriber	-	-	100,000,000	2.96%
<b>Total</b>	<b>3,278,825,335</b>	<b>100.00%</b>	<b>3,378,825,335</b>	<b>100.00%</b>

Notes:

1. First Steamship Company Limited ("**First Steamship**") is interested in 950,859,347 Shares through First Mariner Holding Limited, its wholly-owned subsidiary, which holds 833,000,000 Shares and Grand Citi Limited, its non-wholly owned subsidiary, which holds 117,859,347 Shares.
2. These Shares are held by Metroasset Investments Limited, 45.09% and 43.38% of the issued share capital of which are beneficially owned by Mr. Hung Tsung Chin (an executive Director of the Company) and Ms. Chen Mei Huei (spouse of Mr. Hung Tsung Chin) respectively.

By order of the Board  
**Sandmartin International Holdings Limited**  
**Lau Yau Cheung**  
*Chairman*

Hong Kong, 31 August 2020

As at the date of this announcement, the Directors of the Company are:

Executive Directors

Mr. Hung Tsung Chin and Mr. Chen Wei Chun

Non-Executive Director

Mr. Kuo Jen Hao

Independent Non-Executive Directors

Mr. Lau Yau Cheung (Chairman), Mr. Li Chak Hung and Mr. Wu Chia Ming

\* For identification purpose only