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Regina Miracle International (Holdings) Limited

維珍妮國際(控股)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 2199)

VOLUNTARY ANNOUNCEMENT

DISPOSAL OF SHARES BY A CONTROLLING SHAREHOLDER

This announcement is made by Regina Miracle International (Holdings) Limited (the “**Company**”) on a voluntary basis.

The board (the “**Board**”) of directors (“**Director(s)**”) of the Company has been informed that on 14 March 2022 (after trading hours), Regent Marvel Investment Holdings Limited (“**Regent Marvel**”), a controlling shareholder (as defined in the Listing Rules) of the Company, which is wholly owned by Mr. Hung Yau Lit (“**Mr. Hung**”), the chairman, executive Director and chief executive officer of the Company, entered into a placing agreement (the “**Placing Agreement**”) with The Hongkong and Shanghai Banking Corporation Limited (the “**Manager**”), pursuant to which Regent Marvel agreed to place through the Manager 60,000,000 shares of the Company (“**Placing Share(s)**”), at a placing price of HK\$5.00 per Placing Share (the “**Placing**”), upon the terms and subject to the conditions set out in the Placing Agreement.

Subject to the provision of evidence to the Manager’s reasonable satisfaction that Regent Marvel can effectively transfer the Placing Shares, completion of the Placing is expected to take place on 17 March 2022. The Placing Shares represent approximately 4.90% of the existing issued share capital of the Company as at the date of this announcement. The Company does not expect that the Placing to have any adverse effect on the operations of the Company and its subsidiaries.

Immediately before the Placing, Regent Marvel held 708,000,000 shares of the Company (“**Shares**”), representing approximately 57.83% of the total issued share capital of the Company. Immediately upon completion of the Placing, Regent Marvel will hold 648,000,000 Shares, representing approximately 52.93% of the total issued share capital of the Company.

Upon completion of the Placing (assuming all the Placing Shares are placed in full and there is no other change in the shareholding structure of the Company before completion of the Placing), Mr. Hung will be interested in an aggregate of 836,023,000 Shares, representing approximately 68.29% of the issued share capital of the Company. Amongst such 836,023,000 Shares, 188,023,000 Shares are held by Mr. Hung directly and 648,000,000 Shares are held indirectly through Regent Marvel. Upon the completion of the Placing (assuming all the Placing Shares are placed in full and there is no other change in the shareholding structure of the Company before completion of the Placing), the public float of the Company will increase from 328,227,000 Shares to 388,227,000 Shares, representing approximately 31.71% of the total issued share capital of the Company.

Completion of the Placing is subject to the satisfaction of the conditions in the Placing Agreement. As the Placing may or may not proceed, shareholders and potential investors of the Company are advised to exercise caution when dealing in the Shares.

By Order of the Board
Regina Miracle International (Holdings) Limited
Yiu Kar Chun Antony
Executive Director

Hong Kong, 15 March 2022

As at the date of this announcement, the Board of Directors of the Company comprises Mr. Hung Yau Lit (also known as YY Hung), Mr. Yiu Kar Chun Antony, Mr. Liu Zhenqiang, Mr. Chen Zhiping and Ms. Sze Shui Ling as executive Directors, and Dr. Or Ching Fai, Mrs. To Wong Wing Yue Annie and Ms. Tam Laiman as independent non-executive Directors.