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## **DA MING INTERNATIONAL HOLDINGS LIMITED**

**大明國際控股有限公司**

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

(Stock code: 1090)

### **(1) POTENTIAL PARTIAL DISPOSAL OF SHARES BY THE CONTROLLING SHAREHOLDER FOR RESTORATION OF MINIMUM PUBLIC FLOAT; AND (2) UPDATE OF THE STATUS OF THE PUBLIC FLOAT**

#### **POTENTIAL PARTIAL DISPOSAL OF SHARES BY THE CONTROLLING SHAREHOLDER FOR RESTORATION OF MINIMUM PUBLIC FLOAT**

Da Ming International Holdings Limited (the “**Company**”) was informed by Ally Good Group Limited (“**Ally Good**”), the controlling shareholder of the Company (as defined under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”)), that on 31 December 2021, Ally Good has entered into a non-legally binding letter of intent (the “**LOI**”) with an independent third party (the “**Potential Purchaser**”) regarding the potential partial disposal of such number of the existing shares of the Company (the “**Shares**”) held by Ally Good to the Potential Purchaser (the “**Potential Partial Disposal**”) that is necessary to restore the Company’s 25% minimum public float. The Potential Partial Disposal (including the number of Shares to be disposed of and the consideration) is subject to, amongst others, the terms and conditions of the formal agreement to be entered into between Ally Good and the Potential Purchaser, the commercial decision of Ally Good and the Potential Purchaser, and market sentiment in general.

#### **UPDATE OF THE STATUS OF THE PUBLIC FLOAT**

Reference is made to the various announcements of the Company since 22 February 2021 in relation to the status of its public float (the “**Announcements**”). Unless otherwise defined, capitalised terms used herein shall have the same meanings as defined in the Announcements. The Company would like to update the shareholders of the Company (“**Shareholders**”) and potential investors on the status of the restoration of the public float.

To the best of the knowledge, information and belief of the directors of the Company (“**Directors**”), as at the date of this announcement, the public float of the Company is approximately 20.67%, which remains below the minimum prescribed percentage as required by Rule 8.08 of the Listing Rules (“**Minimum Prescribed Percentage**”).

To the best of the knowledge, information and belief of the Directors, the shareholdings of the Shareholders as at the date of this announcement are set out as follows:

Shareholders	As at the date of this announcement	
	No. of Shares held	Approximate %
Ally Good	793,435,000	62.253
China Baowu’s subsidiaries	207,500,000	16.281
Mr. Zhou Keming ( <i>Note 1</i> )	60,000	0.005
Ms. Xu Xia ( <i>Note 2</i> )	56,000	0.004
Mr. Zou Xiaoping and his spouse ( <i>Note 3</i> )	5,060,000	0.397
Mr. Jiang Changhong ( <i>Note 4</i> )	384,000	0.030
Dr. Fukui Tsutomu and his spouse ( <i>Note 5</i> )	1,364,000	0.107
Mr. Zhang Feng ( <i>Note 6</i> )	2,144,000	0.168
Mr. Wang Jian and his spouse ( <i>Note 7</i> )	1,096,000	0.086
Public Shareholders	263,429,000	20.669
<b>Total</b>	<b>1,274,528,000</b>	<b>100.000</b>

*Note 1: Mr. Zhou Keming is a director of the Company.*

*Note 2: Ms. Xu Xia is a director of the Company and the spouse of Mr. Zhou Keming.*

*Note 3: Mr. Zou Xiaoping is a director of the Company.*

*Note 4: Mr. Jiang Changhong is a director of the Company.*

*Note 5: Dr. Fukui Tsutomu is a director of the Company.*

*Note 6: Mr. Zhang Feng is a director of the Company.*

*Note 7: Mr. Wang Jian is a director of the Company.*

## **PROPOSAL TO RESTORE PUBLIC FLOAT**

As disclosed above, Ally Good, the controlling shareholder of the Company, has indicated to the Company that it has entered into the LOI so as to assist the Company to restore the public float by disposing some of its existing Shares to the Potential Purchaser, subject to the formal agreement and the factors as disclosed above. As at the date of this announcement, save as the LOI, no formal agreement in respect of the Potential Partial Disposal has been entered into yet.

The Company is also considering other feasible proposal(s) to restore the public float of the Company to the Minimum Prescribed Percentage, including but not limited to, allotment of new Shares to potential investors. The Company will continue to publish announcement(s) on a regular basis to update its Shareholders and potential investors on the status of the public float and the measures that may be introduced by the Company to restore its public float as soon as practicable.

**The Potential Partial Disposal is subject to the execution of a formal sale and purchase agreement. There is no assurance that the Potential Partial Disposal will materialise or eventually be consummated. Shareholders of the Company and potential investors are advised to exercise caution when dealing in the Shares.**

By order of the board of  
**Da Ming International Holdings Limited**  
**Zhou Keming**  
*Chairman*

Hong Kong, 31 December 2021

*As at the date of this announcement, the executive Directors are Mr. Zhou Keming (Chairman), Mr. Jiang Changhong (Chief Executive Officer), Ms. Xu Xia, Mr. Zou Xiaoping, Dr. Fukui Tsutomu, Mr. Zhang Feng and Mr. Wang Jian; the non-executive Directors are Mr. Lu Jian and Mr. Zhu Baomin; and the independent non-executive Directors are Mr. Cheuk Wa Pang, Prof. Hua Min, Mr. Lu Daming, Mr. Liu Fuxing, Mr. Hu Xuefa and Prof. Chen Xin.*