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## **C&D INTERNATIONAL INVESTMENT GROUP LIMITED**

**建發國際投資集團有限公司**

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

**(Stock Code: 1908)**

### **COMPLETION OF PLACING OF EXISTING SHARES AND TOP-UP SUBSCRIPTION OF NEW SHARES UNDER GENERAL MANDATE**

Placing Agent



Reference is made to the announcement of C&D International Investment Group Limited (the “**Company**”) dated 23 July 2025 (the “**Announcement**”) in relation to, among other things, the Placing and Subscription. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

### **COMPLETION OF THE PLACING AND SUBSCRIPTION**

The Board is pleased to announce that completion of the Placing and Subscription took place on 25 July 2025 and 5 August 2025, respectively.

All conditions of the Placing have been fulfilled and completion of the Placing took place on 25 July 2025. A total of 64,600,000 Sale Shares have been successfully placed at the Placing Price of HK\$15.80 per Sale Share to not less than six Placees procured by the Placing Agent.

The Placees, together with their respective ultimate beneficial owners, are (i) third parties independent of the Company and its connected persons; and (ii) third parties independent of, and not acting in concert with, the Vendor, their respective associates and persons acting in concert with the Vendor. None of the Placees has become a substantial shareholder of the Company upon completion of the Placing.

Further, all conditions of the Subscription have been fulfilled and completion of the Subscription took place on 5 August 2025. A total of 64,600,000 Subscription Shares (equal to the number of the Placing Shares placed under the Placing) were subscribed by the Subscriber at the Subscription Price of HK\$15.80 per Subscription Share. The Subscription Shares represent approximately 2.88% of the issued share capital of the Company as enlarged by the allotment and issue of the Subscription Shares.

The Company received total net proceeds from the Subscription of approximately HK\$1,010.5 million. The Company intends to apply the net proceeds as follows:

- (i) approximately 80% or HK\$808.4 million will be used for repayment of loans; and
- (ii) approximately 20% or HK\$202.1 million will be used as general working capital.

## EFFECT OF THE PLACING AND SUBSCRIPTION ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

The shareholding structure of the Company (a) before completion of the Placing and the Subscription; (b) after completion of the Placing but before completion of the Subscription; and (c) after completion of the Placing and the Subscription (as at the date of this announcement), assuming that there are no other changes to the share capital of the Company save for the issue of the Subscription Shares, are as follows:

	Before completion of the Placing and the Subscription		Immediately after completion of the Placing but before completion of the Subscription		Immediately after completion of the Placing and Subscription	
	Number of issued Shares/ underlying Shares held	Approximate percentage in the issued share capital of the Company (%)	Number of issued Shares/ underlying Shares held	Approximate percentage in the issued share capital of the Company (%)	Number of issued Shares/ underlying Shares held	Approximate percentage in the issued share capital of the Company (%)
Vendor ( <i>Note 1</i> )	1,247,281,262	57.33	1,182,681,262	54.36	1,247,281,262	55.68
Diamond Firetail Limited ( <i>Note 2</i> )	36,670,839	1.69	36,670,839	1.69	36,670,839	1.64
Trustee ( <i>Note 3</i> )	105,100,000	4.83	105,100,000	4.83	105,100,000	4.69
Placees	—	—	64,600,000	2.97	64,600,000	2.88
Public Shareholders (excluding the Placees)	786,502,031	36.15	786,502,031	36.15	786,502,031	35.11
<b>Total</b>	<b>2,175,554,132</b>	<b>100.00</b>	<b>2,175,554,132</b>	<b>100.00</b>	<b>2,240,154,132</b>	<b>100.00</b>

*Notes:*

- The Vendor is a wholly-owned subsidiary of Well Honour International Limited. Well Honour International Limited is a wholly-owned subsidiary of C&D Real Estate. C&D Real Estate is owned as to 64.65% and 35.35% by Xiamen C&D Inc., the shares of which are listed on the Shanghai Stock Exchange (stock code: 600153) and Xiamen C&D, a state-owned group of companies under the supervision of State-owned Assets Supervision and Admission Commission of Xiamen Municipal People's Government, respectively. Xiamen C&D is interested in Xiamen C&D Inc. as to 46.03%. Therefore, each of Well Honour International Limited, C&D Real Estate, Xiamen C&D Inc. and Xiamen C&D is deemed to be interested in the Shares held by the Vendor by virtue of the SFO.

2. These Shares were registered in the name of Diamond Firetail Limited, a wholly-owned subsidiary of Tricor Equity Trustee Limited. Tricor Equity Trustee Limited is a trustee of a discretionary trust, while Ms. Zhao Chengmin is one of the founders of the said discretionary trust, each of Mr. Lin Weiguo and Mr. Xu Yixuan is one of the protectors of the said discretionary trust, and Mr. Tian Meitan is one of the beneficiaries of the said discretionary trust. Therefore, Ms. Zhao Chengmin, Mr. Lin Weiguo and Mr. Xu Yixuan are deemed to be interested in the Shares held by Diamond Firetail Limited by virtue of the SFO. Mr. Tian Meitan is one of the beneficiaries of the said discretionary trust.
3. These Shares were issued to the Trustee, who held the relevant Shares on behalf of the recipients under the Incentive Schemes. Therefore, the Trustee is deemed to be interested in the Shares held on behalf of the incentive recipients under the Incentive Schemes. Being the incentive recipients of the Incentive Schemes, each of Ms. Zhao Chengmin, Mr. Lin Weiguo, Mr. Tian Meitan and Mr. Xu Yixuan is interested in 540,000 Shares, 510,000 Shares, 468,000 Shares and 468,000 Shares held on trust by the Trustee, respectively, which are subject to vesting.

For and on behalf of  
**C&D International Investment Group Limited**  
**Lin Weiguo**  
*Chairman and Executive Director*

Hong Kong, 5 August 2025

*As at the date of this announcement, the executive Directors are Mr. Lin Weiguo (Chairman), Mr. Tian Meitan (Chief Executive Officer), Ms. Zhao Chengmin and Mr. Xu Yixuan; the non-executive Directors are Mr. Xu Xiaoxi and Ms. Ye Yanliu; and the independent non-executive Directors are Mr. Wong Chi Wai, Mr. Wong Tat Yan, Paul, Mr. Chan Chun Yee and Mr. Dai Yiyi.*