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**China Jinmao Holdings Group Limited**

**中國金茂控股集團有限公司**

*(incorporated in Hong Kong with limited liability)*

**(Stock Code: 00817)**

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

**Financial Advisor**



Reference is made to the announcement of China Jinmao Holdings Group Limited (the "**Company**") dated 26 July 2019 (the "**Announcement**") in relation to the Placing and the Subscription under the Ping An Agreement and the NCI Agreement. Unless defined otherwise, capitalized terms used herein shall have the same meanings as those defined in the Announcement.

The Board is pleased to announce that all the conditions of the Placing and the Subscription have been fulfilled, and the completion of the Placing and the Subscription took place on 2 August 2019 and 6 August 2019, respectively. In accordance with the terms and conditions of the Ping An Agreement and the NCI Agreement, the Vendor sold 1,787,077,435 Shares and 15,559,860 Shares to the Investment Manager (a duly appointed investment manager of Ping An) and NCI, respectively, at a price of HK\$4.8106 per Share, and the Company allotted and issued an aggregate of 169,494,061 Shares, representing approximately 1.44% of the issued share capital of the Company as enlarged by the Subscription, to the Vendor at a price of HK\$4.8106 per Share on 6 August 2019. The net proceeds from the Subscription amount to approximately HK\$814.6 million which will be applied as general working capital of the Group.

Ping An has become a substantial shareholder (as defined under the Listing Rules) of the Company as a result of the Placing and the Subscription. The table below sets out the shareholding structures of the Company immediately before and after completion of the Placing and the Subscription:

	Immediately before the Placing and the Subscription		Immediately after completion of the Placing but before the Subscription		Immediately after completion of the Placing and the Subscription	
	<i>Number of Shares</i>	<i>Approximate %</i>	<i>Number of Shares</i>	<i>Approximate %</i>	<i>Number of Shares</i>	<i>Approximate %</i>
The Vendor	5,759,881,259	49.71	3,957,243,964	34.15	4,126,738,025	35.10
Ping An	–	–	1,787,077,435	15.42	1,787,077,435	15.20
NCI	1,063,762,000	9.18	1,079,321,860	9.32	1,079,321,860	9.18
Public ( <i>Note</i> )	4,764,001,070	41.11	4,764,001,070	41.11	4,764,001,070	40.52
Total:	<u>11,587,644,329</u>	<u>100.00</u>	<u>11,587,644,329</u>	<u>100.00</u>	<u>11,757,138,390</u>	<u>100.00</u>

*Note:* Includes additional 50,000 Shares issued upon exercise of share options on 26 July 2019 after publication of the Announcement. The number of Shares held by public shareholders has increased from 4,763,951,070 Shares as previously disclosed in the Announcement to 4,764,001,070 Shares.

By order of the Board  
**China Jinmao Holdings Group Limited**  
**Mr. NING Gaoning**  
*Chairman*

Hong Kong, 6 August 2019

*As at the date of this announcement, the Directors of the Company are Mr. NING Gaoning (Chairman), Mr. YANG Lin and Mr. AN Hongjun as Non-executive Directors; Mr. LI Congrui, Mr. JIANG Nan and Mr. SONG Liuyi as Executive Directors; Mr. LAU Hon Chuen, Ambrose, Mr. SU Xijia and Mr. GAO Shibin as Independent Non-executive Directors.*