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Lai Group Holding Company Limited

禮建德集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8455)

INSIDE INFORMATION COMPLETION OF PLACING OF SHARES BY CONTROLLING SHAREHOLDER

This announcement is made by Lai Group Holding Company Limited (the “**Company**”) pursuant to Rule 17.10 of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”) and the Inside Information Provisions (as defined in the GEM Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the announcement of the Company dated 27 November 2017 (the “**Announcement**”). Capitalised terms used herein shall have the same meanings as those defined in the Announcement unless the context otherwise requires.

COMPLETION OF PLACING OF SHARES BY CHUN WAH

The Board has been informed by Chun Wah that the completion of the Placing (the “**Completion**”) took place on 5 December 2017. 190,000,000 Placing Shares, representing approximately 23.75% of the issued share capital of the Company as at the date of this announcement, were successfully placed by the placing agent to not less than 6 placees at HK\$0.45 per Placing Share pursuant to the terms and conditions of the Placing Agreement.

Based on the best knowledge of the Board and having made all reasonable enquiries, the placees are independent third parties and not connected persons (as defined in the GEM Listing Rules) of Chun Wah or the Company or any of their subsidiaries or any of their respective associates (as defined in the GEM Listing Rules), nor acting in concert (within the meaning of the Codes on Takeovers and Mergers and Share Repurchases) with the directors, chief executive or the substantial shareholders of Chun Wah or the Company or their subsidiaries or any of their respective associates in relation to the control of Chun Wah or the Company.

SHAREHOLDING STRUCTURE OF THE COMPANY UPON COMPLETION

Set out below is the shareholding structure of the Company immediately before and upon Completion:

	Shareholding immediately before Completion		Shareholding immediately upon Completion	
	Number of shares	Approximate % of shareholding	Number of shares	Approximate % of shareholding
Chun Wah (Note 1)	598,210,000	74.78	408,210,000	51.03
Placees	–	–	190,000,000	23.75
Other public shareholders	201,790,000	25.22	201,790,000	25.22
Total	<u>800,000,000</u>	<u>100.00</u>	<u>800,000,000</u>	<u>100.00</u>

Note 1: Chun Wah is wholly-owned by Mr. Chan Lai Sin, the chairman of the Board and an executive director of the Company.

Upon Completion, Chun Wah and Mr. Chan Lai Sin remained as the controlling shareholders of the Company.

By order of the Board
Lai Group Holding Company Limited
Chan Lai Sin
Chairman and Executive Director

Hong Kong, 5 December 2017

As at the date of this announcement, the Board comprises Mr. Chan Lai Sin, Mr. Hung Lap Ka and Ms. So Hiu Bik as executive directors; Mr. Kwan Ngai Kit, Ms. Lui Lai Chun and Mr. Wu Loong Cheong Paul as independent non-executive directors.

This announcement, for which the directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The directors having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the website of the Stock Exchange of Hong Kong Limited at www.hkexnews.hk on the “Latest Information” page for at least 7 days from the date of its posting and will be published on the Company’s website at www.dic.hk.