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RISECOMM
瑞斯康

RISECOMM GROUP HOLDINGS LIMITED

瑞斯康集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1679)

EXERCISE OF THE OVER-ALLOTMENT OPTION

The Company announces that the Over-allotment Option described in the Prospectus was exercised by China Galaxy International (on behalf of the International Underwriters) on June 21, 2017 in respect of 10,000,000 additional Shares (the “**Over-allotment Shares**”), representing approximately 5.0% of the Offer Shares initially available under the Global Offering. No further exercise of the Over-allotment Option will be carried out by China Galaxy International. The Over-allotment Shares will be issued and allotted at HK\$1.00 per Share (exclusive of brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%), being the Offer Price per Offer Share under the Global Offering. A further announcement will be made by the Company after the end of the stabilization period.

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The Over-allotment Shares will be used to facilitate the return of all the 10,000,000 Shares borrowed by the Stabilizing Manager from Magical Success under the Stock Borrowing Agreement to cover over-allocations in the International Placing. Immediately after the allotment and issue of the Over-allotment Shares, approximately 41.96% of the issued share capital of the Company will be held by the public in compliance with Rule 8.08 of the Listing Rules.

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Approval for the listing of and permission to deal in the Over-allotment Shares have already been granted by the Listing Committee of the Stock Exchange. Listing of and dealing in the Over-allotment Shares are expected to commence on the Main Board of the Stock Exchange at or around 9:30 a.m. on June 23, 2017.

The shareholding structure of the Company immediately before and immediately after the allotment and issue of the Over-allotment Shares is as follows:

Shareholders	Immediately before the issue of the Over-allotment Shares		Immediately after the issue of the Over-allotment Shares	
	Number of Shares	Approximate percentage of the Company's issued share capital (%)	Number of Shares	Approximate percentage of the Company's issued share capital (%)
SAIF	197,340,537	24.67%	197,340,537	24.36%
Magical Success	169,527,845 ^(Note)	21.19%	169,527,845	20.93%
Seashore Fortune	91,943,624	11.49%	91,943,624	11.35%
Glorious Lead	4,705,859	0.59%	4,705,859	0.58%
Mr. Ng Benjamin Jin-Ping	6,547,283	0.82%	6,547,283	0.81%
Public Shareholders:				
Hope Thrive	34,896,624	4.36%	34,896,624	4.31%
Best Gala	29,698,311	3.71%	29,698,311	3.67%
Unicorn Beauty	29,698,311	3.71%	29,698,311	3.67%
Golden Shell	24,748,598	3.09%	24,748,598	3.06%
Key Surplus	6,187,149	0.77%	6,187,149	0.76%
Rainbow Dawn	4,705,859	0.59%	4,705,859	0.58%
Other public shareholders	200,000,000	25.00%	210,000,000	25.93%
Sub-total of public Shareholders	329,934,852	41.24%	339,934,852	41.96%
Total	800,000,000	100.00%	810,000,000	100.00%

Note: These Shares include the 10,000,000 Shares borrowed by the Stabilizing Manager pursuant to the Stock Borrowing Agreement.

The additional net proceeds of approximately HK\$9.5 million, after deducting the underwriting fees and commissions, from the issue of the Over-allotment Shares will be applied in accordance with those stated in the section headed “Future Plans and Use of Proceeds — Use of Proceeds” in the Prospectus.

Immediately after the allotment and issue of the Over-allotment Shares, the Company will continue to comply with the public float requirements under Rule 8.08(1)(a) of the Listing Rules that at least 25% of the Company’s total issued share capital must at all times be held by the public.

The Company will make a further announcement after the end of the stabilization period in connection with the Global Offering, pursuant to section 9(2) of the Securities and Futures (Price Stabilizing) Rules (Chapter 571W of the Laws of Hong Kong).

Certain amounts and percentage figures included in this announcement have been subject to rounding adjustments. Accordingly, figures shown in certain tables may not be an arithmetic aggregate of the figures preceding them.

By order of the board of
directors of
Risecomm Group Holdings Limited
Leung Ka Lok
Company Secretary

Hong Kong, June 21, 2017

As at the date of this announcement, the executive directors of the Company are Mr. Yue Jingxing, Mr. Wang Shiguang and Mr. Zhang Youyun, the non-executive director of the Company is Mr. Ng Benjamin Jin-ping and the independent non-executive directors of the Company are Mr. Pan Song, Mr. Chen Yong and Mr. Ong King Keung.