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Acme International Holdings Limited

益美國際控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 1870)

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

Placing Agent



Reference is made to the announcement of Acme International Holdings Limited (the “**Company**”) dated 17 March 2025 in relation to, among other, the placing of new shares under general mandate (the “**Announcement**”). Unless the context otherwise requires, definitions and terms used herein shall have the same meanings as those defined in the Announcement.

COMPLETION OF THE PLACING

The Board is pleased to announce that all conditions precedent set out in the Placing Agreement have been fulfilled and completion of the Placing took place on 8 April 2025 in accordance with the terms and conditions thereof. An aggregate of 124,800,000 Placing Shares, representing (i) 20% of the issued share capital of the Company immediately before completion of the Placing; and (ii) approximately 16.67% of the issued share capital of the Company as enlarged by the allotment and issue of all the Placing Shares and as at the date of this announcement, have been successfully allotted and issued to not less than six independent Placees at the Placing Price of HK\$0.138 per Placing Share.

To the best of the knowledge, information and belief of the Directors having made all reasonable enquiries, all the Placees and their respective ultimate beneficial owner(s) (where applicable) are Independent Third Parties. None of the Placees and their ultimate beneficial owners has become a substantial shareholder (as defined under the Listing Rules) of the Company immediately after completion of the Placing.

The gross proceeds from the Placing are approximately HK\$17.2 million and the net proceeds (after deducting the placing commission, legal expenses and other relevant costs and disbursements) incidental to the Placing amounted to approximately HK\$16.4 million. The Company intends to apply (i) approximately HK\$7.0 million for the development of electricity trading business and other related potential green power energy projects in the PRC; (ii) approximately HK\$5.4 million for the expansion of existing renewable energy solution business in New Zealand and development of potential green power energy projects in overseas markets; and (iii) the remaining net proceeds in the amount of approximately HK\$4.0 million for general working capital, including payment of professional fees, of staff salaries, office rental, utilities and other expenses.

EFFECTS ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

The table below sets out the changes to the shareholding structure of the Company (i) immediately before completion of the Placing; and (ii) immediately after completion of the Placing and as at the date of this announcement:

	Immediately before completion of the Placing		Immediately after completion of the Placing and as at the date of this announcement	
	<i>Number of shares</i>	<i>Approximate %</i>	<i>Number of shares</i>	<i>Approximate %</i>
Shareholders				
Mr. Liao Shigang	61,240,000	9.81	61,240,000	8.18
RR (BVI) Limited (<i>Note 1</i>)	34,500,000	5.53	34,500,000	4.61
Treasure Ship Holding Limited (<i>Note 2</i>)	30,835,000	4.94	30,835,000	4.12
The Placees	—	—	124,800,000	16.67
Other public Shareholders	497,425,000	79.72	497,425,000	66.43
Total	624,000,000	100.00	748,800,000	100.00

Notes:

1. 34,500,000 Shares are beneficially held by RR (BVI) Limited, the entire issued share capital of which is wholly owned by Mr. Kwan Kam Tim, an executive Director.
2. 30,835,000 Shares are beneficially held by Treasure Ship Holding Limited, the entire issued share capital of which is beneficially held by Mr. Lin Zhang.
3. Due to rounding, the percentage figures shown above may not add up to the sub-total or total.

By order of the Board
Acme International Holdings Limited
Kwan Kam Tim
Chairman and Executive Director

Hong Kong, 8 April 2025

As at the date of this announcement, the Board comprises six members, of which Mr. Kwan Kam Tim, Mr. Yip Wing Shing and Mr. Zhang Guangying are the executive Directors; and Prof. Hon. Lau Chi Pang, BBS, J.P., Mr. Chin Wai Keung Richard and Prof. Mo Lai Lam are the independent non-executive Directors.