

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

*Neither this announcement nor any copy thereof may be released into or distributed directly or indirectly in the United States or any other jurisdiction where such release or distribution might be unlawful.*

*This announcement is for information purpose only and does not constitute an invitation or offer to acquire, purchase or subscribe for any securities of Ever Sunshine Lifestyle Services Group Limited (the “**Company**”).*

*This announcement is not for release, publication, distribution, directly or indirectly, in or into the United States (including its territories and possessions, any state of the United States and the District of Columbia). This announcement does not constitute or form a part of any offer to sell or solicitation to purchase or subscribe for securities in the United States or in any other jurisdictions where such offer is unlawful. The securities mentioned in this announcement have not been, and will not be, registered under the United States Securities Act of 1933, as amended from time to time (the “U.S. Securities Act”) or any state securities laws of the United States and may not be offered or sold in the United States absent registration or an applicable exemption from registration. Any public offering of securities to be made in the United States will be made by means of a prospectus. Such prospectus will contain detailed information about the Company making the offer and its management, as well as its financial statements. No public offer of securities is to be made by the Company in the United States.*



**Ever Sunshine Lifestyle Services Group Limited**  
**永升生活服务集团有限公司**

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

**(Stock Code: 1995)**

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

**Placing Agents**

**CREDIT SUISSE** 

 **海通國際**  
**HAITONG**

**Morgan Stanley**

Reference is made to the announcement of the Company dated 4 June 2020 (the “**Announcement**”) in relation to, among other things, the Placing and the Subscription. Capitalised terms used but not otherwise defined herein shall have the same meanings as those defined in the Announcement.

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

The Company is pleased to announce that completion of the Placing and the Subscription took place on 8 June 2020 and 16 June 2020, respectively.

A total of 134,000,000 Placing Shares have been successfully placed at the Placing Price of HK\$11.78 per Share to no less than six (6) independent Placees, who and whose respective ultimate beneficial owners are third parties independent of and not connected with the Company, any Director, chief executive or substantial shareholder of the Company or any of its subsidiaries, or any of its respective associates, and not acting in concert with the Vendor and its concert parties.

In addition, all the conditions of the Subscription have been fulfilled and completion of the Subscription took place on 16 June 2020. A total of 134,000,000 Subscription Shares (equal to the number of the Placing Shares successfully placed under the Placing) were subscribed by the Vendor at the Subscription Price (which is the same as the Placing Price). The Subscription Shares represent approximately 8.02% of the enlarged total number of Shares in issue upon completion of the Subscription.

## **PROCEEDS FROM THE SUBSCRIPTION**

The Company received net proceeds from the Subscription (after deducting all relevant fees, costs and expenses to be borne or incurred by the Company) of approximately HK\$1,564,476,000 and intends to use the net proceeds from the Subscription for possible business development or investments in the future when opportunities arise and as working capital and general corporate purposes.

As at the date of this announcement, (i) the Company intends to invest in businesses or targets that are related to its core businesses but has not identified any specific investment or acquisition targets; (ii) no agreement has been entered by the Group in respect of any such investments or acquisitions; and (iii) no allocation plan of such net proceeds between possible investments or acquisitions and general working capital has been formulated. The Company will make announcement(s) in respect of any such investment(s) or acquisition(s) in compliance with the requirements of the Listing Rules where appropriate.

## EFFECT ON SHAREHOLDING STRUCTURE OF THE COMPANY

The following table illustrates the shareholding structure of the Company (i) immediately before the completion of the Placing and the Subscription; (ii) immediately after the completion of the Placing but before the completion of the Subscription; and (iii) as at the date of this announcement:

	Immediately before the completion of the Placing and the Subscription		Immediately after the completion of the Placing but before the completion of the Subscription		As at the date of this announcement	
	Number of Shares	Approximate %	Number of Shares	Approximate %	Number of Shares	Approximate %
<b>Directors and substantial shareholders</b>						
The Vendor ( <i>Note 1</i> )	440,000,000	28.64	306,000,000	19.92	440,000,000	26.34
	( <i>Note 5</i> )					
Best Legend ( <i>Note 2</i> )	171,683,500	11.17	171,683,500	11.17	171,683,500	10.28
Spectron ( <i>Note 3</i> )	330,000,000	21.48	330,000,000	21.48	330,000,000	19.76
	( <i>Note 5</i> )					
<b>Public shareholders</b>						
The Placees ( <i>Note 4</i> )	0	0.00	134,000,000	8.72	134,000,000	8.02
Other Shareholders	594,716,500	38.71	594,716,500	38.71	594,716,500	35.60
<b>Total</b>	<u>1,536,400,000</u>	<u>100</u>	<u>1,536,400,000</u>	<u>100</u>	<u>1,670,400,000</u>	<u>100</u>

*Notes:*

1. The Vendor is held by Mr. LIN Zhong, Mr. LIN Wei and Mr. LIN Feng as to 50%, 25% and 25% respectively.
2. Best Legend is wholly owned by Mr. LIN Feng.
3. Spectron is wholly owned by Xu Sheng Limited, which is in turn wholly owned by CIFI Holdings.
4. There was no other issue of new Shares and no repurchase of existing Shares before completion of the Subscription, and the maximum number of the Placing Shares, being 134,000,000 Shares, had been placed to not less than six independent Placees. None of the Placees has become a substantial shareholder (as defined in the Listing Rules) of the Company immediately after the completion of the Placing.
5. As disclosed in the announcement of the Company dated 29 May 2020, the Vendor agreed to sell, and Spectron agreed to acquire, 76,820,000 Shares. As at the date of this announcement, completion of such sale has not been completed.

6. The aggregate of the percentage figures in the table above may not add up to the relevant sub-total or total percentage figures shown due to rounding of the percentage figures to two decimal places.

By Order of the Board  
**Ever Sunshine Lifestyle Services Group Limited**  
**Lin Zhong**  
*Chairman*

Hong Kong, 16 June 2020

*As at the date of this announcement, the executive Directors are Mr. Lin Zhong, Mr. Zhou Hongbin and Mr. Zhou Di; the non-executive Director is Mr. Lin Feng; and the independent non-executive Directors are Mr. Ma Yongyi, Mr. Wang Peng and Mr. Cheung Wai Chung.*