

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.

This announcement appears for information purpose only and does not constitute an invitation or offer to acquire, purchase or subscribe for the securities of the Company.

BExcellent Group Holdings Limited

精英匯集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1775)

COMPLETION OF SHARE TRANSACTION IN RELATION TO THE ACQUISITION AND SUBSCRIPTION OF 30% OF THE ENLARGED ISSUED SHARE CAPITAL OF THE TARGET COMPANY INVOLVING THE ISSUE OF CONSIDERATION SHARES UNDER GENERAL MANDATE

Reference is made to the announcement of BExcellent Group Holdings Limited (the “**Company**”) dated 30 March 2023 (the “**Announcement**”) in relation to the Acquisition and Subscription involving the issue of the Consideration Shares under the General Mandate. Unless otherwise defined, capitalised terms used in this announcement shall bear the same meanings as those defined in the Announcement.

COMPLETION OF THE ACQUISITION AND THE SUBSCRIPTION

The Board is pleased to announce that all of the conditions precedent under the Agreement have been fulfilled and the Completion took place on 31 May 2023. Upon Completion, (i) the Target Company is held as to 30% by the Purchaser; and (ii) the Purchaser will dispose of all equity interest in the Asset Companies (which will cease to be subsidiaries of the Company). The financial results of the Target Company and the Asset Companies will not be consolidated into the financial statements of the Group with effect from Completion.

Pursuant to the Agreement, the Company allotted and issued 3,648,000 Consideration Shares to the Vendors at Completion for the purpose of settlement of HK\$2,918,400 out of the Acquisition Consideration at the issue price of HK\$0.80 per Consideration Share under the General Mandate, representing approximately 0.72% of the enlarged issued share capital of the Company immediately after the allotment and issue of the Consideration Shares.

EFFECT ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

The shareholding structure of the Company immediately before and upon the Completion are set out as follows:

	Immediately before the Completion		Immediately upon the Completion	
	Number of Shares	Approximate % of shareholding	Number of Shares	Approximate % of shareholding
Beacon Enterprise Limited (Note)	375,000,000	74.41%	375,000,000	73.87%
Vendors				
Vendor A	—	—	3,283,200	0.65%
Vendor B	—	—	364,800	0.07%
Other Shareholders	<u>128,984,000</u>	<u>25.59%</u>	<u>128,984,000</u>	<u>25.41%</u>
Total	<u>503,984,000</u>	<u>100.00%</u>	<u>507,632,000</u>	<u>100.00%</u>

Note: The Company was held as to approximately 74.41% by Beacon Enterprise Limited as at the date of this announcement and immediately before Completion. Beacon Enterprise Limited is beneficially owned as to 60%, 26%, 4%, 4%, 3% and 3%, respectively, by Ms. Leung Ho Ki, June, Mr. Tam Wai Lung, Ms. Leung Ho Yan, Irene, Mr. Ng King Hang, Mr. Chan Tsz Ying, Wister and Mr. Li Man Wai.

By order of the Board
BExcellent Group Holdings Limited
Leung Ho Ki, June
Chairman and Executive Director

Hong Kong, 31 May 2023

As at the date of this announcement, the Company's executive directors are Ms. Leung Ho Ki, June (Chairman), Mr. Tam Wai Lung (Chief Executive Officer), Mr. Chan Tsz Ying, Wister and Mr. Li Man Wai; and the independent non-executive directors are Mr. Kwan Chi Hong, Mr. Li Kai Sing, and Professor Wong Roderick Sue Cheun.