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CBK Holdings Limited

國茂控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8428)

INSIDE INFORMATION

PROPOSED PLACING OF EXISTING SHARES BY A CONTROLLING SHAREHOLDER

This announcement is made by CBK Holdings Limited (the “**Company**”) pursuant to Rule 17.10 of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”) and the Inside Information Provisions 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 on 29 March 2019.

The board (the “**Board**”) of directors (the “**Directors**”) of the Company announces that it has been informed by Sure Wonder Investments Limited (定妙投資有限公司) (“**Sure Wonder**”), the immediate controlling shareholder of the Company (as defined under the GEM Listing Rules), that on 2 April 2019 (after trading hours), it has entered into a placing agreement (the “**Placing Agreement**”) with Kingsway Financial Services Group Limited which has been appointed as Sure Wonder’s placing agent (the “**Placing Agent**”) for a placing of up to 300,000,000 existing shares of the Company (the “**Shares**”) held by Sure Wonder (the “**Placing Shares**”), representing approximately 25% of the total issued share capital of the Company as at the date of this announcement, to investors procured by or on behalf of the Placing Agent at a price of not less than HK\$0.253 per Placing Share on a best efforts basis for a placing period from 2 April 2019 and ending at 5 p.m. on 30 April 2019 (unless otherwise terminated earlier) (the “**Placing**”).

Assuming all the 300,000,000 Placing Shares are placed by the Placing Agent and there is no change in the total issued share capital of the Company prior to completion of the Placing, the shareholding of Sure Wonder in the Company will be reduced from 889,200,000 Shares, representing approximately 74.1% of the total issued capital of the Company, to 589,200,000 Shares, representing approximately 49.1% of the total issued capital of the Company, upon completion of the Placing, and Sure Wonder will remain a controlling shareholder of the Company. The Directors believe that the Placing will not have any adverse effect on the operation.

Further announcement will be made to provide update on the Placing in due course.

Shareholders of the Company and potential investors are advised to exercise caution when dealing in the Shares.

For and on behalf of the Board
CBK Holdings Limited
WONG Wai Fong
Chairman and Executive Director

Hong Kong, 2 April 2019

As at the date of this announcement, the chairman and the executive director of the Company is Ms. WONG Wai Fong, the executive director of the Company is Mr. CHAN Lap Ping; and the independent non-executive directors of the Company are Mr. CHAN Hoi Kuen Matthew, Mr. CHUNG Wing Yin and Mr. LAW Yui Lun.

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 GEM website at www.hkgem.com on the “Latest Listed Company Information” page for at least 7 days from the date of its posting and on the Company’s website at www.cbk.com.hk.