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## **Da Sen Holdings Group Limited**

**大森控股集團有限公司**

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

**(Stock Code: 1580)**

### **HIGH CONCENTRATION OF SHAREHOLDING**

This announcement is made at the request of the Stock Exchange in respect of the concentration of the shareholding of the Company in the hands of a limited number of Shareholders as at 7 June 2017.

**In view of the high concentration of shareholding in a small number of Shareholders, Shareholders and prospective investors should be aware that the price of the Shares could fluctuate substantially even with a small amount of Shares traded, and should exercise extreme caution when dealing in the Shares.**

This announcement is made at the request of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) in respect of the concentration of the shareholding of Da Sen Holdings Group Limited (the “**Company**”) in the hands of a limited number of shareholders of the Company (the “**Shareholders**”) as at 7 June 2017.

### **HIGH CONCENTRATION OF SHAREHOLDING**

The Company noted that an announcement has been published by the Securities and Futures Commission (the “**SFC**”) on 23 June 2017 (the “**SFC Announcement**”).

As disclosed in the SFC Announcement, the SFC has recently completed an enquiry into the shareholding of the Company. The SFC’s findings suggested that as at 7 June 2017, nine Shareholders held an aggregate of 210,253,200 shares of the Company (the “**Shares**”), representing approximately 28.15% of the issued Shares. Such shareholding, together with the 516,056,800 Shares (representing approximately 69.08% of the issued Shares) held by nine substantial Shareholders, represented approximately 97.23% of the issued Shares as at 7 June 2017. Therefore, only 20,690,000 Shares (representing approximately 2.77% of the issued Shares) were held by other Shareholders.

According to the SFC Announcement, the shareholding structure of the Company as at 7 June 2017 was as follows:

	<b>Number of Shares held</b>	<b>Percentage of total number of issued Shares (%)</b>
Mr. KE Mingcai (notes 1, 2)	121,449,600	16.26
Mr. CAI Jinxu (note 1)	69,393,600	9.29
Mr. WANG Songmao (notes 1, 3)	52,056,000	6.97
Mr. LIN Qingxiong (note 1)	41,637,600	5.57
Ms. WU Haiyan (notes 1, 4)	31,212,000	4.18
Mr. WU Shican (notes 1, 5)	24,300,000	3.25
Bliss International Investment Company Limited (note 6)	67,500,000	9.03
Sea Dragon Investments Limited (note 7)	64,008,000	8.57
Mr. SO Chi On (note 8)	44,500,000	5.96
A group of nine Shareholders	210,253,200	28.15
Other Shareholders	<u>20,690,000</u>	<u>2.77</u>
Total	<u><u>747,000,000</u></u>	<u><u>100.00</u></u>

*Note 1: Pursuant to an agreement (the “**Concert Party Agreement**”) dated 3 March 2016 and entered into among Mr. KE Mingcai, Mr. CAI Jinxu, Mr. WANG Songmao, Mr. LIN Qingxiong, Mr. WU Shican and Ms. WU Haiyan, they have agreed on certain arrangements pertaining to their shareholdings in the Company. Pursuant to the Securities and Futures Ordinance, since each of Mr. KE Mingcai, Mr. CAI Jinxu, Mr. WANG Songmao, Mr. LIN Qingxiong, Mr. WU Shican and Ms. WU Haiyan is a party to the Concert Party Agreement, each of Mr. KE Mingcai, Mr. CAI Jinxu, Mr. WANG Songmao, Mr. LIN Qingxiong, Mr. WU Shican and Ms. WU Haiyan is deemed to be interested in the Shares which the other parties to the Concert Party Agreement are interested in.*

*Note 2: Mr. KE Mingcai is the chairman and an executive director (the “**Director**”) of the Company.*

*Note 3: Mr. WANG Songmao is the chief executive officer and an executive Director.*

*Note 4: Ms. WU Haiyan is the spouse of Mr. Zhang Ayang, an executive Director.*

*Note 5: Mr. WU Shican is an executive Director.*

*Note 6: Bliss International Investment Company Limited is wholly owned by Ms. CHEUNG Yung Yung.*

*Note 7: Sea Dragon Investments Limited is wholly owned by Mr. WONG Yan Kong.*

*Note 8: The 44,500,000 Shares consist of (i) 40,400,000 Shares held by Soul Capital Limited; and (ii) 4,100,000 Shares held by Mr. SO Chi On. Mr. SO Chi On is the beneficial owner of Soul Capital Limited.*

As stated in the SFC Announcement:

- (a) The Company was listed on the Main Board of the Stock Exchange on 19 December 2016 by way of global offering of 180,000,000 Shares, representing 25% of the then issued Shares, at HK\$0.70 per Share. On 6 January 2017, the Company issued 27,000,000 additional new Shares at HK\$0.70 per Share, pursuant to the full exercise of the over-allotment option on 30 December 2016 in connection with the initial public offering.
- (b) Share price of the Company closed at HK\$0.84 on its first day of listing. Subsequently, closing price hovered between HK\$0.68 and HK\$0.82 from 20 December 2016 to 17 March 2017.
- (c) During the period from 20 March 2017 to 9 June 2017, closing price of the Shares increased by 419% from HK\$0.79 on 17 March 2017 to HK\$4.10 on 29 May 2017, then dropped 68.8% to close at HK\$1.28 on 9 June 2017.
- (d) On 27 March 2017, the Company announced the annual results for the year ended 31 December 2016, which recorded a profit attributable to Shareholders of RMB53,231,000, representing an increase of 17.7% from the profit attributable to Shareholders of RMB45,222,000 for the previous financial year.
- (e) As at 22 June 2017, the Shares closed at HK\$1.35, representing an increase of 92.9% from the Company's initial public offering price of HK\$0.70.

The above information is extracted from the SFC Announcement and the board of Directors (the “**Board**”) has not independently verified such information other than (i) the shareholding held by Mr. KE Mingcai, Mr. CAI Jinxu, Mr. LIN Qingxiong, Ms. WU Haiyan, Mr. WU Shican, Bliss International Investment Company Limited and Sea Dragon Investments Limited based on the disclosure of interests filings made to the Company; and (ii) the information set out in paragraphs (a) to (e) above. Please refer to the SFC Announcement for other information.

## **PUBLIC FLOAT**

Based on the information available and to the best knowledge of Directors after making all reasonable enquiries, the Company confirms that not less than 25% of the issued Shares were held in public hands as at 7 June 2017 and as at the date of this announcement, and that the Company has maintained a sufficient public float as required under the Rules Governing the Listing of Securities on the Stock Exchange.

**In view of the high concentration of shareholding in a small number of Shareholders, Shareholders and prospective investors should be aware that the price of the Shares could fluctuate substantially even with a small amount of Shares traded, and should exercise extreme caution when dealing in the Shares.**

By order of the Board  
**Da Sen Holdings Group Limited**  
**KE Mingcai**  
*Chairman*

Hong Kong, 25 June 2017

*As at the date of this announcement, the executive Directors are Mr. KE Mingcai, Mr. WANG Songmao, Mr. ZHANG Ayang and Mr. WU Shican; and the independent non-executive Directors are Mr. LIN Triomphe Zheng, Mr. SHAO Wanlei and Mr. WANG Yuzhao.*