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**MAJOR SUCCESS  
GROUP LIMITED**

*(Incorporated in the British Virgin Islands  
with limited liability)*

**LET GROUP  
HOLDINGS LIMITED**

*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 1383)**

**JOINT ANNOUNCEMENT**

- (1) CLOSE OF THE UNCONDITIONAL MANDATORY CASH OFFERS BY  
YU MING INVESTMENT MANAGEMENT LIMITED AND  
KINGSTON SECURITIES LIMITED  
FOR AND ON BEHALF OF MAJOR SUCCESS GROUP LIMITED  
TO ACQUIRE ALL ISSUED SHARES AND  
TO CANCEL ALL OUTSTANDING SHARE OPTIONS OF  
LET GROUP HOLDINGS LIMITED (OTHER THAN THOSE ALREADY OWNED  
OR AGREED TO BE ACQUIRED BY THE OFFEROR AND  
PARTIES ACTING IN CONCERT WITH IT);**
- (2) RESULTS OF THE LET OFFERS;**
- (3) SETTLEMENT OF THE LET OFFERS; AND**
- (4) PUBLIC FLOAT OF LET**

**Joint Financial Advisers to the Offeror**



YU MING INVESTMENT MANAGEMENT LIMITED  
禹銘投資管理有限公司



**金利豐財務顧問**  
KINGSTON CORPORATE FINANCE

**Financial Adviser to LET**

**MERDEKA 領智**

References are made to (i) the joint announcement issued by LET Group Holdings Limited (“LET”) and Major Success Group Limited (the “Offeror”) dated 14 September 2022; and (ii) the Composite Document (the “Composite Document”) and forms of acceptance jointly issued by LET and the Offeror on 13 October 2022 in relation to, among other things, the LET Offers. Unless otherwise stated, terms used in this joint announcement shall have the same meanings as those ascribed to in the Composite Document.

## **CLOSE OF THE LET OFFERS**

The Offeror and LET jointly announce that the LET Offers were closed at 4:00 p.m. on Thursday, 3 November 2022. The LET Offers were not revised or extended in accordance with the Takeovers Code.

## **RESULTS OF THE LET OFFERS**

As at 4:00 p.m. on Thursday, 3 November 2022, being the latest time and date for acceptance of the LET Offers as set out in the Composite Document, the Offeror had received (i) 11 valid acceptances in respect of a total of 17,751,522 LET Offer Shares under the LET Share Offer, representing approximately 0.27% of the entire issued LET Shares as at the date of this joint announcement; and (ii) no valid acceptance of any LET Share Option under the LET Option Offer.

## **SETTLEMENT OF THE LET OFFERS**

A cheque for the amount due to the relevant accepting Independent LET Shareholders in respect of the LET Offer Shares tendered under the LET Share Offer (less seller’s ad valorem stamp duty payable) will be despatched by ordinary post to the relevant Independent LET Shareholders at his/her/its own risk as soon as possible but in any event within seven (7) Business Days following the date of receipt by the Registrar of the duly completed Form of LET Share Offer Acceptance and all requisite documents necessary to render the acceptance under the LET Share Offer complete and valid in accordance with the Takeovers Code.

No settlement is required under the LET Option Offer as there was no valid acceptance.

The latest date for posting remittances for the amounts due in respect of valid acceptances received under the LET Share Offer will be on Monday, 14 November 2022.

## SHAREHOLDING STRUCTURE OF LET

Immediately prior to the making of the LET Offers, so far as interest in LET Shares is concerned the Offeror and parties acting in concert with it were interested in 4,999,853,335 LET Shares representing approximately 74.98% of the total issued share capital of LET.

Immediately after the close of the LET Offers, and taking into account the 11 valid acceptances in respect of 17,751,522 LET Offer Shares, the Offeror and parties acting in concert with the Offeror are interested in 5,017,604,857 LET Shares, representing approximately 75.25% of the entire issued LET Shares as at the date of this joint announcement.

Save as aforesaid, none of the Offeror or the parties acting in concert with it (i) held, controlled or directed any LET Shares or LET Share Options or rights over the LET Shares immediately before the commencement of the Offer Period; (ii) acquired or agreed to acquire any LET Shares or LET Share Options or other securities of LET or rights over the LET Shares during the Offer Period; or (iii) borrowed or lent any Shares or relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) of LET during the Offer Period.

Set out below is the shareholding structure of LET immediately prior to the making of the LET Offers and immediately after the close of the LET Offers (assuming that the transfer to the Offeror of those LET Offer Shares acquired by the Offeror under the LET Share Offer has been completed) and as at the date of this joint announcement:

	Immediately prior to making of the LET Offers		Immediately after the close of the LET Offers	
	<i>No. of LET Shares</i>	<i>%</i>	<i>No. of LET Shares</i>	<i>%</i>
<b>Offeror and parties acting in concert with it</b>				
The Offeror ( <i>Note 1</i> )	4,991,643,335	74.86%	5,009,394,857	75.13%
Mr. Lo ( <i>Note 2</i> )	7,000,000	0.10%	7,000,000	0.10%
Mr. Au Chung On John ( <i>Note 3</i> )	400,000	0.01%	400,000	0.01%
Mr. Manuel Assis Da Silva ( <i>Note 4</i> )	<u>810,000</u>	<u>0.01%</u>	<u>810,000</u>	<u>0.01%</u>
	<u>4,999,853,335</u>	<u>74.98%</u>	<u>5,017,604,857</u>	<u>75.25%</u>
Public Shareholders	<u>1,668,119,411</u>	<u>25.02%</u>	<u>1,650,367,889</u>	<u>24.75%</u>
	<u>6,667,972,746</u>	<u>100%</u>	<u>6,667,972,746</u>	<u>100%</u>

Notes:

1. The entire issued share capital of the Offeror is owned by Mr. Lo.
2. Immediately prior to the transactions under the Deed of Assignment and the Sale and Purchase Agreements, Mr. Lo, the ultimate beneficial owner of the Offeror, held 7,000,000 LET Shares by himself and through his wholly-owned entities.
3. Mr. Au Chung On John, being an executive LET Director, is interested in 400,000 LET Shares.
4. Mr. Manuel Assis Da Silva, being an executive LET Director, is interested in 810,000 LET Shares.

## **PUBLIC FLOAT OF LET**

Immediately following the close of the LET Offers, subject to the due registration by the Registrar of the transfer of the LET Offer Shares in respect of which valid acceptances were received, 1,650,367,889 LET Shares, representing approximately 24.75% of the issued LET Shares as at the date of this joint announcement, are held by the public (within the meaning of the Listing Rules). Accordingly, as at the date of this joint announcement, LET does not satisfy the minimum public float requirement under Rule 8.08(1)(a) of the Listing Rules. As such, LET has made an application to the Stock Exchange for a temporary waiver from strict compliance with Rule 8.08(1)(a) of the Listing Rules. LET will take appropriate steps with the Offeror to restore public float of LET as soon as practicable.

By Order of the Board of  
**Major Success Group Limited**  
**Lo Kai Bong**  
*Director*

By order of the Board of  
**LET Group Holdings Limited**  
**Chiu King Yan**  
*Company Secretary*

Hong Kong, 3 November 2022

*As at the date of this joint announcement, the executive LET Directors are Mr. Lo Kai Bong (Chairman), Mr. Au Chung On John and Mr. Manuel Assis Da Silva; and the independent non-executive LET Directors are Mr. Tou Kin Chuen, Dr. Wu Kam Fun Roderick and Mr. Lo Wai Tung John.*

*The LET Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the Offeror and parties acting in concert with it) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than the opinions expressed by the directors of the Offeror in their capacity as directors of the Offeror) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.*

*As at the date of this joint announcement, the directors of the Offeror are Mr. Lo Kai Bong, Mr. Xu Haohao and Mr. Choi Kin Man.*

*The directors of the Offeror jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to LET) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than opinions expressed by the LET Directors in their capacity as LET Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.*