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**BGMC International Limited**

**璋利國際控股有限公司**

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

**(Stock Code: 1693)**

## **COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE**

**Placing Agent**



**雅利多證券**

**ARISTO SECURITIES LIMITED**

Reference is made to the announcement of BGMC International Limited (the “**Company**”) dated 9 April 2025 (the “**Announcement**”) in relation to, among other matters, the Placing. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

The Board is pleased to announce that all the conditions as set out in the Placing Agreement have been fulfilled and the Placing was completed on 2 May 2025 in accordance with the terms and conditions of the Placing Agreement. The Placing Agent has successfully placed 3,590,000 Placing Shares, representing approximately 9.07% of the issued share capital of the Company as enlarged by the allotment and issue of the Placing Shares immediately after completion of the Placing, to not less than six (6) Placees at the Placing Price of HK\$1.20 per Placing Share.

To the best of the Directors’ knowledge, information and belief, having made all reasonable enquiries, each of the Placees and where appropriate, their respective ultimate beneficial owners and parties acting in concert with each of them is an Independent Third Party, and none of the Placees has become a substantial Shareholder immediately upon completion of the Placing.

The net proceeds from the Placing (after deducting all applicable costs and expenses, including placing commission and levies) are approximately HK\$4.15 million, which will be used for general working capital of the Group as set out in the Announcement.

## EFFECTS ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

Set out below are the shareholding structures of the Company immediately before and after completion of the Placing:

Name of Shareholders	Immediately before completion of the Placing		Immediately after completion of the Placing	
	Number of Shares	Approximate %	Number of Shares	Approximate %
<b>Substantial Shareholders:</b>				
Prosper International Business Limited	18,000,000 <sup>(Note 1)</sup>	50.00	18,000,000	45.47
Seeva International Limited	6,885,000 <sup>(Note 1)</sup>	19.13	6,885,000	17.39
<b>Public Shareholders:</b>				
Placees	—	—	3,590,000	9.07
Other Shareholders	11,115,000	30.87	11,115,000	28.08
<b>Total</b>	<b>36,000,000</b>	<b>100.00</b>	<b>39,590,000</b>	<b>100.00</b>

Notes:

- (1) As at the date of this announcement, (i) 18,000,000 Shares beneficially owned by Prosper International Business Limited which in turn is beneficially and wholly owned by Tan Sri Dato' Sri Goh Ming Choon; and (ii) 6,885,000 Shares beneficially owned by Seeva International Limited which in turn is beneficially and wholly owned by Dato' Teh Kok Lee. On 15 December 2016, Tan Sri Dato' Sri Goh Ming Choon and Dato' Teh Kok Lee entered into a concert party confirmatory deed (the "**Concert Party Confirmatory Deed**") to acknowledge and confirm, among other things, that they had been parties acting in concert with each other with respect to their interests in or the business of the relevant members of the Group since they became shareholders of BGMC Holdings Berhad, an indirect wholly-owned subsidiary of the Company and would continue to act in concert after the signing of the Concert Party Confirmatory Deed. As such, each of Prosper International Business Limited and Seeva International Limited is deemed to be interested in all the Shares held or deemed to be held by Tan Sri Dato' Sri Goh Ming Choon and Dato' Teh Kok Lee in aggregate by virtue of the SFO.
- (2) Certain percentage figures included in the above table are subject to rounding adjustments. Accordingly, figures shown as totals may not be an arithmetic aggregation of the figures preceding them.

By order of the Board  
**BGMC International Limited**  
**Datuk Kamalul Arifin Bin Othman**  
*Chairman and Independent Non-Executive Director*

Malaysia, 2 May 2025

*As at the date of this announcement, the Board comprises Dato' Teh Kok Lee (Chief Executive Officer) as executive Director; and Datuk Kamalul Arifin Bin Othman (Chairman), Kua Choh Leang and Koong Hui Jiun as independent non-executive Directors.*