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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 12 January 2026 in relation to, among other matters, the placing of new shares under general mandate (the “**Announcement**”). Unless the context otherwise requires, definitions and terms used herein shall have the same meanings as those defined in the Announcement.

COMPLETION OF THE PLACING

The Board is pleased to announce that all conditions precedent set out in the Placing Agreement have been fulfilled and the Placing was completed on 26 January 2026 in accordance with the terms and conditions of the Placing Agreement. The Placing Agent has successfully placed 3,610,000 Placing Shares, representing approximately 8.36% 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\$2.20 per Placing Share.

To the best of the knowledge, information and belief of the Directors having made all reasonable enquiries, each of the Placees and their respective ultimate beneficial owner(s) (where applicable) is an Independent Third Party. None of the Placees and their ultimate beneficial owners has become a substantial shareholder (as defined under the Listing Rules) of the Company immediately after completion of the Placing.

The net proceeds (after deducting all applicable costs and expenses incidental to the Placing, including placing commission and levies) are approximately HK\$7.69 million, which will be used for the intended purposes as set out in the Announcement.

EFFECTS ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

The table below sets out the changes to the shareholding structure of the Company (i) immediately before completion of the Placing; and (ii) immediately 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 %
Substantial Shareholders				
Prosper International Business Limited	18,000,000 ^(Note 1)	45.47	18,000,000	41.67
Seeva International Limited	6,885,000 ^(Note 1)	17.39	6,885,000	15.94
Public Shareholders				
Places	–	–	3,610,000	8.36
Other Shareholders	14,705,000	37.14	14,705,000	34.04
Total	39,590,000	100.00	43,200,000	100.00

Notes:

- 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 ("**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.
- 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

Hong Kong, 26 January 2026

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.