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## **Royal China International Holdings Limited**

**皇中國際控股有限公司**

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

**(Stock Code: 1683)**

### **GRANT OF WAIVER FROM STRICT COMPLIANCE WITH THE MINIMUM PUBLIC FLOAT REQUIREMENT**

Reference is made to the joint announcement dated 26 September 2018 issued by the Company and Starcross Group Limited (the “**Offeror**”) in relation to, among others, the close of the Offer, the results of the Offer and the status of public float of the Company (the “**Announcement**”). Unless the context requires otherwise, capitalised terms used herein shall bear the same meanings as defined in the Announcement.

#### **GRANT OF WAIVER FROM STRICT COMPLIANCE WITH THE MINIMUM PUBLIC FLOAT REQUIREMENT**

As disclosed in the Announcement, immediately after the close of the Offer, 117,282,000 Shares, representing approximately 23.46% of the entire issued share capital of the Company as at the date of the Announcement were held by the public (within the meaning of the Listing Rules). Accordingly, following the close of the Offer, less than 25% of the issued Shares are held by the public and the Company does not satisfy the minimum public float requirement as set out under Rule 8.08(1) of the Listing Rules.

An application has been made by the Company to the Stock Exchange for a temporary waiver from the strict compliance with Rule 8.08(1) (a) of the Listing Rules for the period commencing from 26 September 2018 to 19 October 2018 (the “**Waiver**”). On 5 October 2018, the Stock Exchange has granted the Waiver to the Company, subject to the issue of this announcement.

## **PROGRESS IN RESTORATION OF PUBLIC FLOAT**

As at the date of this announcement, the Company has been informed that the Offeror will appoint Guotai Junan Securities (Hong Kong) Limited (the “**Placing Agent**”) as the placing agent for placing of 7,718,000 Shares held by the Offeror on a best effort basis to independent places (the “**Placing**”). The Placing has not been completed as at the date of this announcement.

Further announcement(s) will be made by the Company regarding the restoration of public float as and when appropriate pursuant to the Listing Rules.

By Order of the Board  
**Royal China International Holdings Limited**  
**LEONG Hing Loong Rudoff**  
*Chairman*

Hong Kong, 5 October 2018

*As at the date of this announcement, the Board of Directors of the Company comprises Mr. LEONG Hing Loong Rudoff, Ms. CHEW Christina Mooi Chong, Mr. SHIH Steven Chun Ning as executive Directors; and Mr. LEE Frank King-ting, Mr. HO Hin Yip and Mr. CHAN Kwong Ming Johnny as independent non-executive Directors.*