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創輝珠寶集團控股有限公司
Chong Fai Jewellery Group Holdings Company Limited
(Incorporated in the Cayman Islands with limited liability)
(Stock code: 8537)

SUPPLEMENTAL ANNOUNCEMENT
PLACING OF NEW SHARES UNDER GENERAL MANDATE
AND
RESUMPTION OF TRADING

Reference is made to the announcement of Chong Fai Jewellery Group Holdings Company Limited (the “**Company**”) dated 1 August 2025 (the “**Announcement**”) in relation to the placing of new shares under general mandate. Unless otherwise defined, capitalized terms used in this announcement shall have the same meanings as those defined in the Announcement.

The Company wishes to provide additional and updated information in relation to the Placing.

SUPPLEMENTAL PLACING AGREEMENT

On 4 August 2025 (before trading hours), the Placing Agent and the Company entered into a supplemental placing agreement to amend the Placing Price of the Placing from HK\$0.141 to HK\$0.144 per Placing Share (“**Revised Placing Price**”). Save and except for the amendment of the Placing Price to the Revised Placing Price, the other provisions of the Placing Agreement remains unchanged and in full force and effect.

REVISED PLACING PRICE

The Revised Placing Price of HK\$0.144 per Placing Share represents (i) a discount of approximately 10.6% to the closing price of HK\$0.161 per Share as quoted on the Stock Exchange on the date of the Placing Agreement; and (ii) a discount of approximately 19.6% to the average closing price of HK\$0.179 per Share for the last five consecutive trading days immediately prior to the date of the Placing Agreement based on the respective daily closing prices quoted on the Stock Exchange.

The estimated expenses for the Placing amounted to approximately HK\$0.3 million, comprising the placing commission and other related expenses and professional fees. Assuming that all the Placing Shares are successfully placed at the Revised Placing Price, the net price per Placing Share will be approximately HK\$0.139.

The Revised Placing Price was determined with reference to the current market conditions, the prevailing market prices and the liquidity of the Shares and was negotiated on an arm's length basis between the Company and the Placing Agent. The Directors consider that the terms of the Placing, including the Revised Placing Price, are on normal commercial terms and are fair and reasonable based on the current market conditions and in the interests of the Company and the Shareholders as a whole.

USE OF NET PROCEEDS

Assuming that all the Placing Shares are fully placed at the Revised Placing Price, the estimated gross proceeds and net proceeds (after deducting the placing commission and other related expenses and professional fees) from the Placing will amount to approximately HK\$8.6 million and approximately HK\$8.3 million, respectively. The net proceeds from the Placing are intended to be applied by the Company for working capital and general corporate purposes of the Group, including but not limited to the Group's staff costs, rental costs, purchases and other general and administrative expenses, which is expected to be utilized by the end of 2026.

EQUITY FUNDRAISING ACTIVITY IN THE PAST TWELVE MONTHS

Save and except the Rights Issue, the Company has not conducted any fundraising activity involving the issue of its equity securities in the past twelve (12) months immediately preceding the date of the Announcement.

For information of the Shareholders, as at 1 August 2025, the net proceeds raised from the Rights Issue, the amount that have been utilized, the amount that remains unutilized and the expected timeline for utilization of the remaining net proceeds are set out as follows:

Use of proceeds	Percentage to the net proceeds from the Rights Issue	Utilized net proceeds as at 1 August 2025 (HK\$ million)	Unutilized net proceeds as at 1 August 2025 (HK\$ million)	Expected timeline for utilization of the remaining net proceeds
Renovate the existing seven retail stores	11.5%	0.5	2.5	by the end of 2025
Repay monthly repayment of bank borrowings and interest	26.9%	5.8	1.2	by 30 September 2025
Acquisition of equity interest in an associate company which owns the flagship store of the Group	36.9%	9.6	–	–
General working capital	24.7%	4.4	2.0	by the end of 2025
Total	100%	20.3	5.7	

Shareholders and potential investors of the Shares should note that the Placing is subject to the fulfilment of the conditions precedent to the completion of the Placing and may or may not proceed. Shareholders and potential investors are advised to exercise caution when dealing in the Shares.

RESUMPTION OF TRADING

At the request of the Company, trading in the shares of the Company on the Stock Exchange has been suspended with effect from 9:00 a.m. on Monday, 4 August 2025 pending the publication of this announcement. Application has been made by the Company to the Stock Exchange for the resumption of trading in the Shares on the Stock Exchange with effect from 9:00 a.m. on Tuesday, 5 August 2025.

By order of the Board
Chong Fai Jewellery Group Holdings Company Limited
Fu Chun Keung
Chairman

Hong Kong, 4 August 2025

As at the date of this announcement, the executive Directors are Mr. Fu Chun Keung, Ms. Cheung Lai Yuk, Ms. Fu Wan Ling and Mr. Fu Ho Hon; and the independent non-executive Directors are Mr. Chan Cheong Tat, Mr. Wong Wing Keung Meyrick and Mr. Chan Chi Ming Tony.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Listed Company Information” page of the Stock Exchange’s website at www.hkexnews.hk for at least seven days from the date of its posting. This announcement will also be published on the Company’s website at www.chongfaiholdings.com.