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TOP DYNAMIC

TOP DYNAMIC INTERNATIONAL HOLDINGS LIMITED

泰邦集團國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2203)

RESTORATION OF PUBLIC FLOAT AND RESUMPTION OF TRADING

Reference is made to (i) the announcement jointly issued by Yoho Bravo Limited (the “**Offeror**”) and Top Dynamic International Holdings Limited (the “**Company**”) dated 8 June 2018 in relation to, among other things, the results of the Offer (the “**Close Offer Announcement**”); (ii) the announcement of the Company dated 11 June 2018 regarding the suspension of trading of the Shares pending the restoration of public float; (iii) the announcements of the Company dated 19 June 2018, 7 August 2018, 2 October 2018, 19 November 2018, 26 November 2018 and 20 December 2018 regarding the update on the restoration of public float and the grant of waivers by the Stock Exchange to the Company from the strict compliance with the minimum public float requirement; and (iv) the announcement of the Company dated 27 November 2018 in relation to the Stock Exchange’s resumption guidance for the Company (the “**Resumption Guidance**”). Unless stated otherwise, capitalised terms used herein shall have the same meanings as those defined in the Close Offer Announcement.

RESTORATION OF PUBLIC FLOAT

The Company was informed by the Offeror that the Offeror has through its placing agent, Astrum Capital Management Limited, placed a total of 157,600,000 Shares, representing 19.70% of the issued Shares as at the date of this announcement, to investors who are independent third parties (the “**Placing**”). To the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, the aforementioned investors are third parties independent of and not connected with the Company and its connected persons (as defined under the Listing Rules) and none of them has become a substantial shareholder of the Company upon completion of the Placing.

Immediately after completion of the Placing, the shareholding of the Offeror and parties acting in concert with it in the Company has been reduced from approximately 94.66% to approximately 74.96% and the public float of the Company has been restored to not less than 25% of all issued Shares. Accordingly, the Company has fulfilled the minimum public float requirement under Rules 8.08(1)(a) and 13.32(1) of the Listing Rules. Set out below is the shareholding structure of the Company (i) immediately before completion of the Placing; and (ii) immediately after completion of the Placing and as at the date of this announcement:

	Immediately before completion of the Placing		Immediately after completion of the Placing and as at the date of this announcement	
	Shares	Approximate %	Shares	Approximate %
The Offeror and parties acting in concert with it	757,258,000	94.66	599,658,000	74.96
Public Shareholders	42,742,000	5.34	200,342,000	25.04
Total	800,000,000	100.00	800,000,000	100.00

RESUMPTION OF TRADING

The Resumption Guidance requires the Company to: (a) restore the minimum public float required under Rule 8.08(1)(a) of the Listing Rules; and (b) announce all material information for the Company's shareholders and other investors to appraise its positions. As at the date of this announcement, the Company has fulfilled the requirements set out in the Resumption Guidance.

Trading in the Shares on the Stock Exchange has been suspended with effect from 9:00 a.m. on Monday, 11 June 2018 at the request of the Company pending the restoration of public float of the Shares. An application has been made by the Company to the Stock Exchange for resumption of trading in the Shares on the Stock Exchange with effect from 9:00 a.m. on Friday, 11 January 2019.

By order of the Board
Top Dynamic International Holdings Limited
Zhang Liang Johnson
Executive Director

Hong Kong, 10 January 2019

As at the date of this announcement, the Board comprises two executive Directors, namely, Mr. Zhang Liang Johnson, Ms. Wan Duo and three independent non-executive Directors, namely Mr. Xu Liang, Mr. Chen Johnson Xi and Ms. Zhang Yibo.