

Unless otherwise defined herein, capitalized terms in this announcement shall have the same meanings as those defined in the prospectus dated November 27, 2020 (the “**Prospectus**”) issued by Datang Group Holdings Limited (the “**Company**”).

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This announcement is made pursuant to section 9(2) of the Securities and Futures (Stabilizing) Rules (Chapter 571W of the Laws of Hong Kong).



Datang Group Holdings Limited

大唐集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2117)

PARTIAL EXERCISE OF THE OVER-ALLOTMENT OPTION, STABILIZING ACTIONS AND END OF STABILIZATION PERIOD

PARTIAL EXERCISE OF THE OVER-ALLOTMENT OPTION

The Company announces that the Over-allotment Option described in the Prospectus was partially exercised by the ICBC International Capital (for itself and on behalf of the International Underwriters) on December 31, 2020 (after trading hours) in respect of an aggregate of 30,144,000 Shares (the “**Over-allotment Shares**”), representing approximately 9.0% of the total number of Offer Shares initially available under the Global Offering before the exercise of the Over-allotment Option, to facilitate the return of part of the aggregate Shares borrowed under the Stock Borrowing Agreement which were used to cover over-allocations in the International Offering. The Over-allotment Shares will be issued and allotted by the Company at HK\$4.56 per Share (exclusive of brokerage of 1.0%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%), being the Offer Price per Offer Share under the Global Offering.

STABILIZING ACTIONS AND END OF STABILIZATION PERIOD

The Company further announces that the stabilization period in connection with the Global Offering ended on January 3, 2021, being the 30th day after the last day for lodging of applications under the Hong Kong Public Offering. Further information on the stabilizing actions undertaken by the Stabilizing Manager during the stabilization period is set out in this announcement.

PARTIAL EXERCISE OF THE OVER-ALLOTMENT OPTION

The Company announces that the Over-allotment Option described in the Prospectus has been partially exercised by ICBC International Capital (for itself and on behalf of the International Underwriters) on December 31, 2020 (after trading hours) in respect of an aggregate of 30,144,000 Shares, representing approximately 9.0% of the Offer Shares initially available under the Global Offering.

The Over-allotment Shares will be issued and allotted by the Company at HK\$4.56 per Share (exclusive of brokerage of 1.0%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%), being the Offer Price per Offer Share under the Global Offering. Pursuant to the Stock Borrowing Agreement entered into between Dynasty Cook and the Stabilizing Manager, the Stabilizing Manager has borrowed 50,010,000 Shares from Dynasty Cook to cover over-allocations in the International Offering. The Over-allotment Shares will be used to facilitate the return of part of the aggregate Shares borrowed under the Stock Borrowing Agreement, which were used to cover over-allocations in the International Offering.

Approval of Listing

Approval for the listing and permission to deal in the Over-allotment Shares has already been granted by the Listing Committee of the Stock Exchange. Listing of and dealings in such Over-allotment Shares are expected to commence on the Main Board of the Stock Exchange at 9:00 a.m. on January 6, 2021.

Share Capital upon the Completion of the Issue and Allotment of the Over-allotment Shares

The shareholding structure of the Company immediately before and immediately after the completion of the issue and allotment of the Over-allotment Shares by the Company is as follows:

Shareholders	Immediately before the issue and allotment of the Over-allotment Shares		Immediately after the issue and allotment of the Over-allotment Shares	
	Number of Shares	Approximate percentage of the Company's issued share capital	Number of Shares	Approximate percentage of the Company's issued share capital
Dynasty Cook ⁽¹⁾⁽⁵⁾	727,273,000	54.54%	727,273,000	53.34%
Fujia ⁽²⁾	50,606,000	3.80%	50,606,000	3.71%
MeiDi ⁽³⁾	212,121,000	15.91%	212,121,000	15.56%
Tangjia ⁽⁴⁾	10,000,000	0.75%	10,000,000	0.73%
Cornerstone Investor	82,501,000	6.19%	82,501,000	6.05%
Other public Shareholders	250,899,000	18.82%	281,043,000	20.61%
Total	1,333,400,000	100.00%	1,363,544,000	100.00%

Note:

1. Dynasty Cook is owned (i) as to 41.67% by Dynasty Cayman, which is in turn owned as to 70% by Good First HK and 30% by Good First BVI; and (ii) 58.33% by Good First HK. Good First HK is wholly-owned by Good First BVI, a company wholly-owned by Ms. Wong. By virtue of the SFO, each of Dynasty Cook, Dynasty Cayman, Good First HK, Good First BVI and Ms. Wong is deemed to be interested in the same number of Shares in which Dynasty Cook is interested in.
2. Fujia is wholly-owned by Good First BVI, which is in turn wholly-owned by Ms. Wong. By virtue of the SFO, each of Good First BVI and Ms. Wong is deemed to be interested in the same number of Shares in which Fujia is interested in.
3. MeiDi is wholly-owned by Mr. Wu Di. By virtue of the SFO, Mr. Wu Di is deemed to be interested in the Shares MeiDi is interested in.
4. Tangjia is wholly-owned by a group of Directors and senior management of the Group.
5. The shares held by Dynasty Cook does not take into account the transfer of the shares borrowed under the Stock Borrowing Agreement.

Use of Proceeds

The additional net proceeds of approximately HK\$135.4 million to be received by the Company from the issue and allotment of the Over-allotment Shares after deducting the underwriting fees, commissions and other estimated expenses relating to the exercise of the Over-allotment Option will be used by the Company for the purposes as set out in the section headed “Future Plans and Use of Proceeds” in the Prospectus.

STABILIZING ACTIONS AND END OF STABILIZATION PERIOD

The Company further announces that the stabilization period in connection with the Global Offering ended on January 3, 2021, being the 30th day after the last day for lodging of applications under the Hong Kong Public Offering.

The stabilization actions undertaken by the Stabilizing Manager during the stabilization period involved:

- (1) over-allocations of an aggregate of 50,010,000 Shares in the International Offering, representing 15% of the Offer Shares initially available under the Global Offering before any exercise of the Over-allotment Option;
- (2) borrowing of an aggregate of 50,010,000 Shares, representing 15% of the Offer Shares initially available under the Global Offering, by the Stabilizing Manager from Dynasty Cook, a controlling shareholder of the Company, pursuant to the Stock Borrowing Agreement dated December 4, 2020 to cover over-allocations in the International Offering. Such Shares will be returned and redelivered to Dynasty Cook in accordance with the terms of the Stock Borrowing Agreement;
- (3) successive purchases of an aggregate of 19,866,000 Shares at a price in the range of HK\$3.88 to HK\$4.56 per Share (exclusive of brokerage of 1.0%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%) on the market during the stabilization period, representing approximately 6.0% of the Offer Shares initially offered under the Global Offering before any exercise of the Over-allotment Option. The last purchase made by the Stabilizing Manager on the market during the stabilization period was on December 31, 2020 at the price of HK\$4.56 per Share (exclusive of brokerage of 1.0%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%); and
- (4) partial exercise of the Over-allotment Option by ICBC International Capital (for itself and on behalf of the International Underwriters) on December 31, 2020 in respect of an aggregate of 30,144,000 Shares, representing approximately 9.0% of the Offer Shares initially available under the Global Offering before any exercise of the Over-allotment Option, at the Offer Price per Share, to facilitate the return to Dynasty Cook of part of the aggregate Shares borrowed under the Stock Borrowing Agreement, which were used to cover over-allocations in the International Offering.

The portion of the Over-allotment Option which has not been exercised by ICBC International Capital (for itself and on behalf of the International Underwriters) lapsed on January 3, 2021.

PUBLIC FLOAT

Immediately after the issue and allotment of the Over-allotment Shares, to the best knowledge, information and belief of the Directors, the Company will continue to comply with the public float requirements under Rule 8.08(1)(a) of the Listing Rules that at least 25% of the Company's total issued share capital must at all times be held by the public.

By order of the Board
Datang Group Holdings Limited
Wu Di
Chairman

Hong Kong, January 4, 2021

As at the date of this announcement, the executive Directors are Mr. WU Di, Mr. HAO Shengchun, Mr. TANG Guozhong and Ms. ZHANG Jianhua and the independent non-executive Directors are Mr. QU Wenzhou, Ms. XIN Zhu and Mr. TAM Chi Choi.