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森美(集團)控股有限公司

**Summi (Group) Holdings Limited**

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

**(Stock code: 00756)**

## **PROPOSED INCREASE IN AUTHORISED SHARE CAPITAL**

Reference is made to the announcement made by Summi (Group) Holdings Limited (the “**Company**”) dated 10 July 2023 (the “**Announcement**”). Unless the context requires otherwise, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

The Board proposes to increase the authorised share capital of the Company from HK\$30,000,000 divided into 3,000,000,000 Shares of HK\$0.01 each to HK\$50,000,000 divided into 5,000,000,000 Shares of HK\$0.01 each by the creation of an additional 2,000,000,000 new unissued Shares (the “**Increase in Authorised Share Capital**”).

The Increase in Authorised Share Capital is subject to the passing of an ordinary resolution by the Shareholders at the EGM. A circular containing, among other things, (i) further details of the Subscription Agreement, and the transactions contemplated thereunder (including without limitation, the allotment and issue of the Subscription Shares to the Subscriber and the grant of the Specific Mandate to the Directors for the allotment and issue of the Subscription Shares to the Subscriber); (ii) further details of the proposed Increase in Authorised Share Capital; (iii) a letter of recommendation from the Independent Board Committee to the Independent Shareholders in respect of the Subscription; (iv) a letter of advice from the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders on the Subscription; (v) a notice convening the EGM; and (vi) other information required under the Listing Rules, will be despatched to the Shareholders as soon as practicable in accordance with the Listing Rules. It is expected that the circular will be despatched to the Shareholders on or before 31 July 2023.

As at the date of this announcement, the authorised share capital of the Company is HK\$30,000,000 divided into 3,000,000,000 Shares of HK\$0.01 each, of which 2,282,082,652 Shares have been allotted and issued as fully paid or credited as fully paid.

The Board believes that the Increase in Authorised Share Capital will provide the Company with greater flexibility to raise funds by the Subscription and other possible fund-raising activities in the future and is in the interests of the Company and the Shareholders as a whole.

By Order of the Board  
**Summi (Group) Holdings Limited**  
**WU Liantao**  
*Chairman and Executive Director*

Hong Kong, 24 July 2023

*As at the date of this announcement, the Board comprises: Mr. WU Shaohao and Mr. WU Liantao as executive Directors; Ms. CHUNG Wing Yee, Mr. MA Yu-heng, Ms. YANG Xuping and Mr. ZHONG Shuirong as independent non-executive Directors.*