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*(Incorporated in Bermuda with limited liability)*  
**(Stock Code: 689)**

## **COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE**

**Placing Agent**



Reference is made to the announcements of EPI (Holdings) Limited (the “**Company**”) dated 15 January 2025 and 27 January 2025 (the “**Announcements**”) in relation to the placing of new Shares under the General Mandate. Unless otherwise defined, capitalised terms used herein have the same meanings as defined in the Announcements.

### **COMPLETION OF THE PLACING**

The Board is pleased to announce that all the conditions set out in the Placing Agreement had been fulfilled and completion of the Placing took place on 12 February 2025. An aggregate of 952,095,000 Placing Shares representing approximately 15.38% of the issued share capital of the Company immediately after completion of the Placing, have been successfully placed to not less than six independent Placees at the Placing Price of HK\$0.017 per Placing Share pursuant to the Placing Agreement.

The net proceeds from the Placing, after deduction of the commission and other expenses of the Placing (including but not limited to placing commission, legal expenses and disbursements), amounted to approximately HK\$15.7 million. The Company intends to apply the net proceeds from the Placing as to approximately (i) 20% for drilling new wells and performing production enhancement works in respect of the Canadian Oil Assets; (ii) 10% as general working capital; and (iii) 70% for funding any investment opportunities which have been currently identified and/or may arise from time to time and which the Board considers to be in the interest of the Company to make such investment(s).

\* *For identification purpose only*

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, the Placees and their ultimate beneficial owners are third parties independent of, not acting in concert (as defined in the Takeovers Code) with and not connected with the Company and its connected persons. None of the Placees becomes a substantial Shareholder (as defined under the Listing Rules) of the Company upon completion of the Placing.

## **EFFECT ON SHAREHOLDING STRUCTURE**

The 952,095,000 Placing Shares represent approximately (i) 18.17% of the issued share capital of the Company immediately before completion of the Placing; and (ii) 15.38% of the issued share capital of the Company as enlarged by the allotment and issue of the Placing Shares.

Set out below is the shareholding structure of the Company immediately before and after completion of the Placing:

<b>Shareholders</b>	<b>(i) Immediately before completion of the Placing</b>		<b>(ii) Immediately after completion of the Placing</b>	
	<i>Number of Shares</i>	<i>Approximate %</i>	<i>Number of Shares</i>	<i>Approximate %</i>
Billion Expo International Limited	862,085,620	16.45	862,085,620	13.92
China Shipbuilding Capital Limited	700,170,000	13.36	700,170,000	11.31
Placees	–	–	952,095,000	15.38
Other public Shareholders	3,678,088,424	70.19	3,678,088,424	59.39
<b>Total</b>	<b><u>5,240,344,044</u></b>	<b><u>100.00</u></b>	<b><u>6,192,439,044</u></b>	<b><u>100.00</u></b>

By Order of the Board  
**EPI (Holdings) Limited**  
**Bai Zhifeng**  
*Executive Director*

Hong Kong, 12 February 2025

*As at the date of this announcement, the Board comprises three Executive Directors, namely Mr. Chan Shui Yuen, Mr. Bai Zhifeng and Mr. Wang Jinglu; and three Independent Non-executive Directors, namely Mr. Pun Chi Ping, Mr. Khoo Wun Fat, William and Ms. Jiao Jie.*