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Future Bright Mining Holdings Limited

高鵬礦業控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2212)

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

Placing Agent



Reference is made to the announcement of Future Bright Mining Holdings Limited (the “**Company**”) dated 5 January 2024 in relation to the placing of up to 175,543,200 new shares under the general mandate (the “**Announcement**”). Unless otherwise stated, capitalized terms used herein shall bear the same meanings as those defined in the Announcement.

COMPLETION OF THE PLACING

The Board is pleased to announce that the conditions to the Placing Agreement had been fulfilled and completion of the Placing took place on 19 January 2024. A total of 175,543,200 Placing Shares have been successfully placed by the Placing Agent to not less than six Placees at the Placing Price of HK\$0.205 per Placing Share pursuant to the terms and conditions of the Placing Agreement, representing approximately 16.7% of the issued share capital of the Company as enlarged by the allotment and issue of the Placing Shares immediately upon completion of the Placing.

To the best of the Directors’ knowledge, information and belief, having made all reasonable enquiries, (i) each of the Placees and their respective ultimate beneficial owner (if any) is third parties independent of the Company and its connected persons (as defined under the Listing Rules); and (ii) none of the Placees has become a substantial Shareholder (as defined under the Listing Rules) upon completion of the Placing.

The net proceeds from the Placing, after deduction of the placing commission and other related expenses, amounted to approximately HK\$35.20 million. The Company intends to apply the net proceeds from the Placing for the expansion and development of project facilities at the Yiduoyan Project and for the general working capital of the Group. Please refer to the Announcement for further details of the use of proceeds of the Placing.

EFFECTS ON SHAREHOLDING STRUCTURE OF THE COMPANY

The shareholding structure of the Company immediately before and upon the Completion are as follows:

Shareholders	Immediately before completion of the Placing		Immediately upon completion of the Placing and as at date of this announcement	
	<i>Number of Shares</i>	<i>Approx.% of shareholding</i>	<i>Number of Shares</i>	<i>Approx.% of shareholding</i>
Li Yuguo (<i>Note 1</i>)	277,799,000	31.65%	277,799,000	26.37%
Public Shareholders				
– The Placees (<i>Note 2</i>)	–	–	175,543,200	16.67%
– Other public Shareholders	<u>599,917,000</u>	<u>68.35%</u>	<u>599,917,000</u>	<u>56.96%</u>
Total	<u>877,716,000</u>	<u>100.00%</u>	<u>1,053,259,200</u>	<u>100.00%</u>

Notes:

1. Mr. Li Yuguo is an executive Director. These 277,799,000 shares including (i) 20,152,000 shares owned by Mr. Li Yuguo as beneficial owner and (ii) 257,647,000 shares directly held by Zhong Ke Jiu Tai Technology Group Limited, which is in turn wholly-owned by Zhong Ke Jiu Tai Resources Use Technology Holdings Company Limited. Mr. Li Yuguo is the beneficial owner of the entire issued share capital of Zhong Ke Jiu Tai Resources Use Technology Holdings Company Limited.
2. None of the Placees has become a substantial Shareholder upon Completion.

By Order of the Board
Future Bright Mining Holdings Limited
Li Yuguo
Executive Director

Hong Kong, 19 January 2024

As at the date of this announcement, the executive Directors are Ms. Bao Rongrong, Mr. Li Yuguo, Mr. Lyu Bin, Mr. Yang Jiantong and Mr. Yang Xiaoqiang (the vice chairman); and the independent non-executive Directors are Prof. Lau Chi Pang J.P., Mr. Wang Xiaolong, Ms. Wong Wan Lung and Mr. Zhang Yijun.