

Unless otherwise defined, terms used in this announcement shall have the same meanings as those defined in the prospectus dated December 17, 2021 (the “**Prospectus**”) issued by Chervon Holdings Limited (the “**Company**”).

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CHERVON 泉峰®

Chervon Holdings Limited

泉峰控股有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 2285)

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

FULL EXERCISE OF THE OVER-ALLOTMENT OPTION

The Company announces that the Over-allotment Option described in the Prospectus has been fully exercised by the Joint Representatives (on behalf of the International Underwriters), on Friday, January 21, 2022, in respect of an aggregate of 10,787,400 Shares (the “**Over-allotment Shares**”), representing 15% of the total number of the Offer Shares initially available under the Global Offering before any exercise of the Over-allotment Option. The Over-allotment Shares will be allotted and issued by the Company at HK\$43.60 per Share (exclusive of brokerage of 1.0%, SFC transaction levy of 0.0027%, Stock Exchange trading fee of 0.005% and Financial Reporting Council transaction levy of 0.00015%), being the Offer Price per Share under the Global Offering. The Over-allotment Shares will be used to facilitate the return of 10,787,400 borrowed Shares to Panmercy which were used to cover over-allocations of Offer Shares in the International Offering.

STABILIZING ACTIONS AND END OF STABILIZATION PERIOD

Pursuant to section 9(2) of the Securities and Futures (Price Stabilizing) Rules (Chapter 571W of the Laws of Hong Kong), the Company announces that the stabilization period in connection with the Global Offering ended on Friday, January 21, 2022, being the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering.

Further information of the stabilizing actions undertaken by China International Capital Corporation Hong Kong Securities Limited, as the Stabilization Manager, or any person acting for it, during the stabilization period is set out in this announcement.

FULL EXERCISE OF THE OVER-ALLOTMENT OPTION

The Company announces that the Over-allotment Option described in the Prospectus has been fully exercised by the Joint Representatives (on behalf of the International Underwriters), on Friday, January 21, 2022, in respect of an aggregate of 10,787,400 Shares, representing 15% of the total number of the Offer Shares initially available under the Global Offering before any exercise of the Over-allotment Option. The Over-allotment Shares will be allotted and issued by the Company at HK\$43.60 per Share (exclusive of brokerage of 1.0%, SFC transaction levy of 0.0027%, Stock Exchange trading fee of 0.005% and Financial Reporting Council transaction levy of 0.00015%), being the Offer Price per Share under the Global Offering. The Over-allotment Shares will be used to facilitate the return of 10,787,400 borrowed Shares to Panmercy which were used to cover over-allocations of Offer Shares in the International Offering.

APPROVAL OF LISTING

Approval for the listing of 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 the Over-allotment Shares are expected to commence on the Main Board of the Stock Exchange at 9:00 a.m. on Wednesday, January 26, 2022 (Hong Kong time).

SHAREHOLDING STRUCTURE OF THE COMPANY UPON COMPLETION OF THE FULL EXERCISE OF THE OVER-ALLOTMENT OPTION

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

Shareholders	Immediately before the completion of the full exercise of the Over-allotment Option		Immediately after the completion of the full exercise of the Over-allotment Option	
	<i>Number of Shares</i>	<i>Approximate % of total issued share capital</i>	<i>Number of Shares</i>	<i>Approximate % of total issued share capital</i>
Panmercy ⁽¹⁾	260,226,344	54.28%	260,226,344	53.08%
Green Hope	97,637,750	20.37%	97,637,750	19.92%
Klamm	27,118,822	5.66%	27,118,822	5.53%
Vision Easy Investments Limited	4,494,832	0.94%	4,494,832	0.92%
Above Success Developments Limited	1,668,082	0.35%	1,668,082	0.34%
Mr. Francois D Sicart	799,081	0.17%	799,081	0.16%
Nanjing Ruxin	3,900,000	0.81%	3,900,000	0.80%
PRC Employee Shareholding Platforms	10,472,700	2.18%	10,472,700	2.14%
Offshore Employee Shareholding Platforms	1,197,800	0.25%	1,197,800	0.24%

Shareholders	Immediately before the completion of the full exercise of the Over-allotment Option		Immediately after the completion of the full exercise of the Over-allotment Option	
	<i>Number of Shares</i>	<i>Approximate % of total issued share capital</i>	<i>Number of Shares</i>	<i>Approximate % of total issued share capital</i>
Value Partners Hong Kong	8,945,700	1.87%	8,945,700	1.82%
Greenwoods	3,578,300	0.75%	3,578,300	0.73%
Prime Capital Funds	5,367,400	1.12%	5,367,400	1.09%
3W Fund	5,367,400	1.12%	5,367,400	1.09%
IvyRock	5,367,400	1.12%	5,367,400	1.09%
Ms. Luo	8,944,900	1.87%	8,944,900	1.82%
Other Public Shareholders	34,344,900	7.16%	45,132,300	9.21%
Total	479,431,411	100%	490,218,811	100%

Note:

- (1) Inclusive of the 10,787,400 Shares borrowed by China International Capital Corporation Hong Kong Securities Limited under the Stock Borrowing Agreement.

USE OF PROCEEDS

The Company will receive additional net proceeds of approximately HK\$452.7 million, after deduction of the underwriting fees and commissions and estimated expenses payable by the Company in connection with the Global Offering, for the Over-allotment Shares to be allotted and issued upon the exercise of the Over-allotment Option. The Company intends to utilize the additional net proceeds 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

Pursuant to section 9(2) of the Securities and Futures (Price Stabilizing) Rules (Chapter 571W of the Laws of Hong Kong), the Company announces that the stabilization period in connection with the Global Offering ended on Friday, January 21, 2022, being the 30th day after the last day for lodging applications under the Hong Kong Public Offering.

The stabilizing actions undertaken by China International Capital Corporation Hong Kong Securities Limited, the Stabilization Manager or any person acting for it during the stabilization period are set out below:

- (1) over-allocations of an aggregate of 10,787,400 Shares in the International Offering, representing 15% of the total number of the Offer Shares initially available under the Global Offering (before any exercise of the Over-allotment Option);
- (2) the borrowing of 10,787,400 Shares from Panmercy pursuant to the Stock Borrowing Agreement to cover the over-allocations in the International Offering. Such Shares will be returned and redelivered to Panmercy in accordance with the terms of the Stock Borrowing Agreement; and

- (3) the full exercise of the Over-allotment Option by the Joint Representatives (on behalf of the International Underwriters) on Friday, January 21, 2022, in respect of an aggregate of 10,787,400 Shares, representing 15% of the total number of Offer Shares initially available under the Global Offering (before any exercise of the Over-allotment Option), at HK\$43.60 per Share (exclusive of brokerage of 1.0%, SFC transaction levy of 0.0027%, Stock Exchange trading fee of 0.005% and Financial Reporting Council transaction levy of 0.00015%), being the Offer Price per Share under the Global Offering, to facilitate the return to Panmercy of all the borrowed Shares which were used to cover the over-allocations in the International Offering.

There has been no purchase or sale of any Shares on the market for the purpose of price stabilization by the Stabilization Manager during the stabilization period.

PUBLIC FLOAT

The Company has applied to the Stock Exchange to request the Stock Exchange to exercise its discretion under Rule 8.08(1)(d) of the Listing Rules, and the Stock Exchange has granted to the Company, a waiver from strict compliance with the requirements under Rule 8.08(1)(a) of the Listing Rules and that the minimum percentage of the Shares from time to time held by the public will be the higher of: (i) 18.43%, being the percentage of Shares held by the public upon completion of the Global Offering (where the Over-allotment Option is not exercised) and (ii) such percentage of Shares held by the public after the full or partial exercise of the Over-allotment Option. Immediately after the completion of the Global Offering, the full exercise of the Over-allotment Option and the end of the stabilization period, the Company will continue to comply with such minimum percentage of public float prescribed by the Stock Exchange.

By order of the Board
Chervon Holdings Limited
PAN Longquan
Chairman

Hong Kong, January 21, 2022

As at the date of this announcement, the Board of Directors of the Company comprises Mr. PAN Longquan as the chairman and an executive Director, Ms. ZHANG Tong, Mr. KE Zuqian and Mr. Michael John CLANCY as executive Directors, Mr. TIAN Ming, Dr. LI Minghui and Mr. JIANG Li as independent non-executive Directors.