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**RESULTS OF THE RIGHTS ISSUE
ON THE BASIS OF ONE (1) RIGHTS SHARE
FOR EVERY TWO (2) EXISTING SHARES
HELD ON THE RECORD DATE
ON A NON-UNDERWRITTEN BASIS**

References is made to the prospectus (the “**Prospectus**”) of Crocodile Garments Limited (the “**Company**”) dated 7 November 2022 in relation to the Rights Issue. Unless otherwise defined, capitalised terms used herein shall have the same meanings as defined in the Prospectus.

RESULTS OF THE RIGHTS ISSUE

The Board is pleased to announce that the Rights Issue became unconditional on Monday, 7 November 2022, and as of 4:00 p.m. on Monday, 21 November 2022, being the Latest Time for Acceptance,

- (i) a total of 76 valid acceptances in respect of a total of 424,698,906 Rights Shares provisionally allotted under the Rights Issue have been received, representing approximately 89.64% of the total number of 473,771,847 Rights Shares available for subscription under the Rights Issue; and
- (ii) a total of 50 valid applications for a total of 8,486,254,095 Excess Rights Shares have been received, representing approximately 1,791.21% of the total number of 473,771,847 Rights Shares available for subscription under the Rights Issue.

Pursuant to the Irrevocable Undertaking and based on the number of Shares held by Ms. Lam and her controlled corporations as at the Record Date, Ms. Lam has, and has procured her controlled corporations to, subscribe for 249,167,750 Shares, representing their full entitlements under the Rights Issue.

Based on the above acceptance and application results, a total of 126 valid acceptances and applications in respect of 8,910,953,001 Rights Shares, representing approximately 1,880.85% of the total number of 473,771,847 Rights Shares available for subscription under the Rights Issue, have been received. Accordingly, the Rights Issue was over-subscribed by 8,437,181,154 Rights Shares, representing approximately 1,780.85% of the total number of 473,771,847 Rights Shares available for subscription under the Rights Issue.

EXCESS RIGHTS SHARES

Given the valid acceptance of provisional allotments under the PALs as mentioned above, 49,072,941 Rights Shares were available for subscription under the EAFs. Such number of Excess Rights Shares was insufficient to satisfy all valid applications for a total number of 8,486,254,095 Excess Rights Shares made under the EAFs.

The allocation of the Excess Rights Shares was made pursuant to the principles set out in the section headed “LETTER FROM THE BOARD – THE RIGHTS ISSUE – Basis of allocation of Excess Rights Shares” in the Prospectus.

Given the over-subscription of the Rights Shares, the Board considered that it would be fair and equitable to allocate 49,072,941 Rights Shares to Qualifying Shareholders who had validly applied for Excess Rights Shares on a pro-rata basis of approximately 0.5783% by reference to the number of Excess Rights Shares validly applied for under each application. In determining the basis of allocation of the Excess Rights Shares, reference was only made to the number of Excess Rights Shares being applied for in the relevant EAFs, and no reference was made to the Rights Shares comprised in applications through PAL or the existing number of Shares held by the relevant Qualifying Shareholders and no preference was given to applications for topping up odd lots.

USE OF PROCEEDS

The gross proceeds from the Rights Issue are approximately HK\$47.38 million and the net proceeds from the Rights Issue, after deducting all related expenses for the Rights Issue, are approximately HK\$42.6 million. The net proceeds from the Rights Issue will be applied in accordance with the proposed use of proceeds set forth in the paragraphs under “LETTER FROM THE BOARD – REASONS FOR THE RIGHTS ISSUE AND THE USE OF PROCEEDS” in the Prospectus.

CHANGES IN THE SHAREHOLDING STRUCTURE

To the best knowledge, information and belief of the Directors having made all reasonable enquiries, the shareholding structure of the Company immediately before and after completion of the Rights Issue is shown below for reference purpose only:

	(i) Immediately before completion of the Rights Issue		(ii) Immediately after completion of the Rights Issue	
	<i>Number of Shares</i>	<i>Approximate %</i>	<i>Number of Shares</i>	<i>Approximate %</i>
Ms. Lam and her controlled corporations:				
Rich Promise Limited (<i>Note 1</i>)	472,200,000	49.83	708,300,000	49.83
Honorman Limited (<i>Note 1</i>)	19,003,000	2.01	28,504,500	2.01
Novel Voyage Development Limited (<i>Note 2</i>)	1,500,000	0.16	2,250,000	0.16
Lam Wai Shan, Vanessa (<i>Note 3</i>)	5,632,500	0.59	8,564,000 (<i>Note 5</i>)	0.60
Sub-total:	498,335,500	52.59	747,618,500 (<i>Note 5</i>)	52.60
Wan Edward Yee Hwa (<i>Note 4</i>)	610,000	0.06	915,000	0.06
Public Shareholders	448,598,195	47.35	672,782,042 (<i>Note 5</i>)	47.34
Total:	<u>947,543,695</u>	<u>100.00</u>	<u>1,421,315,542</u>	<u>100.00</u>

Notes:

- (1) Rich Promise Limited is owned as to 99.99% by Honorman Limited, which in turn is owned as to 51% by Ms. Lam, thus both Rich Promise Limited and Honorman Limited constitute Ms. Lam's controlled corporations and Ms. Lam is deemed to be interested in the Shares held by such controlled corporations.
- (2) Novel Voyage Development Limited is owned as to 50% by Ms. Lam and thus constitutes Ms. Lam's controlled corporation and Ms. Lam is deemed to be interested in the Shares held by such controlled corporation.
- (3) Ms. Lam is the Chairman, Chief Executive Officer of the Company and an Executive Director.
- (4) Mr. Wan Edward Yee Hwa is an Executive Director.
- (5) This figure is calculated based on the basis of allocation of the Excess Rights Shares stated in the section headed "EXCESS RIGHTS SHARES" of this announcement, and is subject to finalisation of the allocation of Excess Rights Shares.
- (6) Certain figures included in the above tables have been subject to rounding adjustments. Accordingly, certain figures included in the above tables are approximate figures and may not represent precise arithmetic calculations.

DESPATCH OF SHARE CERTIFICATES FOR THE FULLY-PAID RIGHTS SHARES AND REFUND CHEQUES

It is expected that the share certificates for the fully-paid Rights Shares and the refund cheque (if any) in respect of partially unsuccessful applications for the Excess Rights Shares (without interest) will be posted to the allottees and/or the applicants by ordinary post at the risk of the persons entitled thereto to their respective registered addresses as shown in the register of members of the Company on or before Tuesday, 29 November 2022.

COMMENCEMENT OF DEALINGS IN THE FULLY-PAID RIGHTS SHARES

Dealings in the fully-paid Rights Shares are expected to commence on the Stock Exchange at 9:00 a.m. on Wednesday, 30 November 2022.

By Order of the Board
Crocodile Garments Limited
Lam Wai Shan, Vanessa
Chairman, Executive Director and Chief Executive Officer

Hong Kong, 28 November 2022

As at the date of this announcement, the Board comprises four Executive Directors, namely Ms. Lam Wai Shan, Vanessa (Chairman and Chief Executive Officer), Dr. Lam Kin Ngok, Peter, Mr. Lam Kin Hong, Matthew and Mr. Wan Edward Yee Hwa; two Non-executive Directors, namely Mr. Chow Bing Chiu and Ms. Lam Suk Ying, Diana; and three Independent Non-executive Directors, namely Messrs. Leung Shu Yin, William (Deputy Chairman), Fung Cheuk Nang, Clement and Woo King Hang.