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Jiayuan International Group Limited

佳源國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2768)

**PROPOSED SPIN-OFF AND SEPARATE LISTING OF
JIAYUAN SERVICES HOLDINGS LIMITED
ON THE MAIN BOARD OF
THE STOCK EXCHANGE OF HONG KONG LIMITED**

**LISTING OF JIAYUAN SERVICES AND COMMENCEMENT OF
DEALINGS OF JIAYUAN SERVICES SHARES**

The Board is pleased to announce that following the completion of the Global Offering, listing of Jiayuan Services on the Main Board of the Stock Exchange took place on Wednesday, 9 December 2020 and dealings in the Jiayuan Services Shares on the Main Board of the Stock Exchange commenced at 9:00 a.m. on Wednesday, 9 December 2020.

The Global Offering constitutes a deemed disposal of the interest in a subsidiary of the Company under Rule 14.29 of the Listing Rules. Assuming the Over-allotment Option is not exercised, as each of the applicable percentage ratios calculated by reference to Rule 14.07 of the Listing Rules in respect of the Global Offering is below 5%, the Global Offering is exempted from the reporting, announcement and Shareholders' approval requirements under the Listing Rules.

INTRODUCTION

Reference is made to the announcements of the Company dated 26 June 2020, 9 October 2020, 19 October 2020, 24 November 2020, 27 November 2020 and 8 December 2020 (the “**Announcements**”) in relation to the Proposed Spin-off. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

LISTING OF JIAYUAN SERVICES AND COMMENCEMENT OF DEALINGS OF THE JIAYUAN SERVICES SHARES

The Stock Exchange has granted the approval for the listing of, and permission to deal in, the Jiayuan Services Shares on the Main Board of the Stock Exchange.

Following the completion of the Global Offering, (i) listing of Jiayuan Services on the Main Board of the Stock Exchange took place on Wednesday, 9 December 2020; and (ii) dealings in the Jiayuan Services Shares on the Main Board of the Stock Exchange commenced at 9:00 a.m. on Wednesday, 9 December 2020. The Jiayuan Services Shares are traded in board lots of 1,000 Jiayuan Services Shares each and the stock code is 1153.

Upon completion of the Global Offering and the Capitalisation Issue (taking no account of Jiayuan Services Shares which may be issued pursuant to the exercise of the Over-allotment Option), the Company, through its wholly owned subsidiaries, indirectly controls in aggregate 75.0% of the total issued share capital of Jiayuan Services.

LISTING RULES IMPLICATIONS

The Global Offering constitutes a deemed disposal of the interest in a subsidiary of the Company under Rule 14.29 of the Listing Rules. Assuming the Over-allotment Option is not exercised, as each of the applicable percentage ratios calculated by reference to Rule 14.07 of the Listing Rules in respect of the Global Offering is below 5%, the Global Offering is exempted from the reporting, announcement and Shareholders' approval requirements under the Listing Rules.

By order of the Board
Jiayuan International Group Limited
Shum Tin Ching
Chairman

Hong Kong, 9 December 2020

As at the date of this announcement, the Board comprises: (i) Mr. Shum Tin Ching, the Chairman and a Non-executive Director; (ii) Mr. Zhang Yi, a Vice Chairman and an Executive Director; (iii) Mr. Huang Fuqing, a Vice Chairman and an Executive Director; (iv) Ms. Cheuk Hiu Nam, an Executive Director; (v) Mr. Wang Jianfeng, an Executive Director; (vi) Mr. Tai Kwok Leung, Alexander, an Independent Non-executive Director; (vii) Dr. Cheung Wai Bun, Charles, JP, an Independent Non-executive Director; (viii) Mr. Gu Yunchang, an Independent Non-executive Director; and (ix) Mr. Shen Xiaodong, a Non-executive Director.