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KWG GROUP HOLDINGS LIMITED

合景泰富集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1813)

DELAY IN DESPATCH OF CIRCULAR

Reference is made to the announcements of KWG Group Holdings Limited (the “**Company**”) dated 12 May 2023 (collectively, the “**Announcements**”) in relation to, among others, (i) the disposal of 100% equity interest in Shanghai Jinyi Properties Limited* (上海錦怡置業有限公司) (the “**Jinyi Disposal**”); and (ii) the disposal of 100% equity interest in Shanghai Zhaojing Real Estate Development Limited* (上海兆景房地產開發有限公司). Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Announcements.

The Jinyi Disposal, together with the Zhaojing Disposal (collectively the “**Disposals**”), constitute a series of transactions made by the Company within a 12-month period with the same parties and shall be aggregated pursuant to Rules 14.22 and 14.23 of the Listing Rules. As one or more of the applicable percentage ratios (as defined under the Listing Rules) in respect of the Disposals, on an aggregated basis, is more than 25% but all of which are less than 75%, each of the Disposals constitutes a major transaction of the Company under Chapter 14 of the Listing Rules and is subject to the reporting, announcement and Shareholders’ approval requirements under the Listing Rules.

* For identification purposes only

APPLICATION FOR WAIVER FROM STRICT COMPLIANCE WITH RULE 14.41(A) OF THE LISTING RULES

Pursuant to Rule 14.41(a) of the Listing Rules, the Company shall despatch a circular (the “**Circular**”) containing, among other things, (i) details of the Disposals; (ii) financial information of the Group; and (iii) other information required under the Listing Rules, to the Shareholders on or before 5 June 2023.

As additional time is required to finalise certain information including, among others, the indebtedness statement, the working capital sufficiency statement and the valuation reports to be included in the Circular, the Company has applied to the Stock Exchange for a waiver from strict compliance with Rule 14.41(a) of the Listing Rules to allow the despatch of the Circular be postponed to a date on or before 30 June 2023. Further announcement will be made when such waiver is granted by the Stock Exchange.

By order of the Board
KWG Group Holdings Limited
KONG Jianmin
Chairman

Hong Kong, 5 June 2023

As at the date of this announcement, the Board comprises seven Directors, of whom Mr. KONG Jianmin (Chairman), Mr. KONG Jiantao (Chief Executive Officer), Mr. KONG Jiannan and Mr. CAI Fengjia are executive Directors; and Mr. LEE Ka Sze, Carmelo, Mr. TAM Chun Fai and Mr. LAW Yiu Wing, Patrick are independent non-executive Directors.