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MADISON

Madison Holdings Group Limited

麥迪森控股集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8057)

PLEDGE OF SHARES BY CONTROLLING SHAREHOLDER

This announcement is made by Madison Holdings Group Limited (the “**Company**”) pursuant to Rule 17.19 of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”).

The Company has been notified on 27 November 2017 that, Royal Spectrum Holding Company Limited (“**Royal Spectrum**”), a controlling shareholder of the Company (as defined under the GEM Listing Rules), has pledged 199,600,000 ordinary shares in the issued share capital of the Company in favour of an independent third party (“**Independent Third Party**”) as a security of a loan in the amount of JPY2,000,000,000.00 provided by the Independent Third Party to Nihon Tousei Kabushiki Kaisha (“**Nihon Tousei K.K.**”) as its working capital. Mr. Ting Pang Wan Raymond, the Chairman and executive Director of the Company, is a director of Royal Spectrum and Nihon Tousei K.K. and has indirect and direct interest in Royal Spectrum and Nihon Tousei K.K. respectively.

The pledged shares represent in aggregate approximately 4.99% of the issued share capital of the Company as at the date of this announcement.

Shareholders of the Company and potential investors should exercise caution when dealing in the shares of the Company.

By order of the Board
Madison Holdings Group Limited
Ting Pang Wan Raymond
Chairman and executive Director

Hong Kong, 27 November 2017

As at the date of this announcement, the executive Directors are Mr. Ting Pang Wan Raymond and Mr. Zhu Qin, Mr. Teoh Ronnie Chee Keong and Ms. Kuo Kwan; the independent non-executive Directors are Ms. Fan Wei, Mr. Chu Kin Wang Peleus and Mr. Ip Cho Yin, J.P.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Company Announcements” page of the GEM website at www.hkgem.com for at least 7 days from the date of its posting and on the website of the Company at www.madison-wine.com.