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MADISON GROUP®

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)

**COMPLETION OF MAJOR AND CONNECTED TRANSACTION
IN RELATION TO
THE PROPOSED EXERCISE OF THE EXCHANGE RIGHTS
ATTACHED TO THE EXCHANGEABLE BONDS**

Reference is made to the circular dated 28 February 2018 (the “**Circular**”) of Madison Holdings Group Limited (the “**Company**”) in relation to, among other things, the Proposed Exercise of the Exchange Rights attached the Exchangeable Bonds. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

The Board is pleased to announced that all conditions to the Proposed Exercise, including the approval from the SFC for the change in ultimate substantial shareholder of Eternal Pearl, have been fulfilled, and the completion of the Proposed Exercise took place on 31 May 2018. Upon completion of the Proposed Exercise, Bartha International becomes an indirect non wholly-owned subsidiary of the Company and the financial results of the Bartha Group will be consolidated into the Group’s accounts.

By order of the Board
Madison Holdings Group Limited
Ting Pang Wan Raymond
Chairman & Executive Director

Hong Kong, 31 May 2018

As at the date of this announcement, the executive Directors are Mr. Ting Pang Wan Raymond, Mr. Zhu Qin, Mr. Zhou, Francis Bingrong, Mr. Teoh Ronnie Chee Keong and Ms. Kuo Kwan; and 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 of the Stock Exchange 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. This announcement will also be published on the website of the Company at www.madison-wine.com.