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盛業資本
SHENG YE CAPITAL

SHENG YE CAPITAL LIMITED

盛業資本有限公司

(Incorporated in the Cayman Islands with limited liability)

Stock code: 8469

**GRANT OF WAIVER FROM STRICT COMPLIANCE
WITH RULE 19.41(a) OF THE GEM LISTING RULES
IN CONNECTION WITH MAJOR TRANSACTIONS —
FACTORING AGREEMENTS**

Reference is made to the announcements (the “**Announcements**”) of Sheng Ye Capital Limited (the “**Company**”) dated 29 March 2019, 18 April 2019 and 24 April 2019. Unless otherwise defined herein, capitalised terms used herein shall have the same meanings as those defined in the Announcements.

As disclosed in the Announcements, the Company applied to the Stock Exchange for a waiver (“**Waiver**”) from strict compliance with Rule 19.41(a) of the GEM Listing Rules by extending the despatch date of the Circular from 24 May 2019 to a date falling on or before 24 June 2019.

The Directors expects that additional time is required to finalise the content of the Circular including update of the statement of indebtedness to be included in the Circular. In light of the above, the Company applied to the Stock Exchange for the Waiver from strict compliance with Rule 19.41(a) of the GEM Listing Rules, and the Stock Exchange granted the Waiver to the Company on 31 May 2019 on the basis that the Company will despatch the Circular by 24 June 2019 and publish this announcement disclosing the reasons for the Waiver. The Stock Exchange may change the Waiver if the Company's situation changes.

By order of the Board
Sheng Ye Capital Limited
Tung Chi Fung
Chairman

Hong Kong, 3 June 2019

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.

As at the date of this announcement, the board of directors of the Company comprises two executive Directors: Mr. Tung Chi Fung and Mr. Chen Jen-Tse; and four independent non-executive Directors: Mr. Hung Ka Hai Clement, Mr. Loo Yau Soon, Mr. Tsoon Wai Mun, Benjamin and Mr. Fong Heng Boo.

If there is any inconsistency in this announcement between the Chinese and English versions, the English version shall prevail.

This announcement will remain on the Stock Exchange's website at www.hkexnews.hk and, in the case of this announcement, on the "Latest Listed Company Information" page for at least 7 days from the date of its posting. This announcement will also be published on the Company's website at www.shengyecapital.com.