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**CHINESE FOOD AND BEVERAGE GROUP LIMITED**

**華人飲食集團有限公司**

*(Incorporated in the Cayman Islands and re-domiciled and continued in Bermuda with limited liability)*

**(Stock Code: 8272)**

## **CAPITAL REORGANIZATION BECOMING EFFECTIVE; AND CHANGE IN BOARD LOT SIZE**

References are made to (i) the circular (the “**Circular**”) of Chinese Food and Beverage Group Limited (the “**Company**”) dated 20 May 2019 in relation to, among other things, the Change of Domicile, the Adoption of New Memorandum of Continuance and Bye-laws, the Cancellation of Share Premium Account, the Capital Reorganization and the Change in Board Lot Size; (ii) the announcement of the Company dated 12 June 2019 in relation to, among other things, the poll results of the extraordinary general meeting of the Company held on 12 June 2019 (the “**EGM**”); and (iii) the announcement of the Company dated 26 June 2019 in relation to, among other things, the Change of Domicile, the change of principal registrar and registered office of the Company, the Adoption of New Memorandum of Continuance and Bye-laws becoming effective and the update on Capital Reorganization. Unless the context otherwise requires, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

### **CAPITAL REORGANIZATION BECOMING EFFECTIVE**

The Board is pleased to announce that all conditions precedent to the Capital Reorganization have been fulfilled. According to the poll results of the EGM and the expected timetable contained in the Circular, the Capital Reorganization shall become effective by 9:00 a.m. on Thursday, 18 July 2019 (Hong Kong time).

### **EXCHANGE OF SHARE CERTIFICATES**

Shareholders may between 9:00 a.m. and 4:00 p.m. on any business day during the period from Thursday, 18 July 2019 to Friday, 23 August 2019 (both days inclusive), submit share certificates for the Existing Shares (in light yellow color) to the Hong Kong branch share registrar of the Company, Union Registrars Limited (the “**Registrar**”) at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King’s Road, North Point, Hong Kong to exchange for new share certificates on the basis of every forty (40) Existing Shares for one (1) New Share without any fractional New Share, for the New Shares (in light blue color) at the expense of the Company.

Shareholders should note that after the prescribed time for free exchange of share certificates, a fee of HK\$2.50 each (or such higher amount as may from time to time be allowed by the Exchange) will be payable by the Shareholders to the Registrar for each share certificate for the Existing Shares submitted for cancellation or each new share certificate issued for the New Shares, whichever the number of share certificates involved is higher.

After 4:00 p.m. on Wednesday, 21 August 2019, trading will only be in New Shares which share certificates will be issued in light blue color. Existing share certificates in light yellow color for the Existing Shares will cease to be valid for trading and settlement purpose, but will remain valid and effective as documents of title.

### **CHANGE IN BOARD LOT SIZE**

Upon the Capital Reorganization becoming effective by 9:00 a.m. on Thursday, 18 July 2019 (Hong Kong time), the board lot size for trading on the Exchange will be changed from 20,000 Existing Shares to 5,000 New Shares.

### **ARRANGEMENT ON ODD LOTS TRADING**

In order to alleviate the difficulties arising from the existence of odd lots of the New Shares arising from the Capital Reorganization (if any), the Company has appointed Kingston Securities Limited as an agent to provide matching services, on a best efforts basis, to those Shareholders who wish to acquire odd lots of the New Shares to make up a full board lot, or to dispose of their holding of odd lots of the New Shares.

Shareholders who wish to take advantage of this facility should contact Mr. James Lee of Kingston Securities Limited at 72/F, The Center, 99 Queen's Road Central, Central, Hong Kong at telephone number (852) 2298 6228 from 9:00 a.m. on Thursday, 1 August 2019 to 4:00 p.m. on Wednesday, 21 August 2019 (both days inclusive).

Shareholders should note that successful matching of the sale and purchase of odd lots of the New Shares is not guaranteed. Shareholders who are in any doubt about the odd lots matching arrangement are recommended to consult their own professional advisers.

**Shareholders and potential investors should refer to the expected timetable as set out in the Circular for the dates relating to the trading arrangement of exchange of share certificates and matching services for odd lots in connection with the Capital Reorganization and the Change in Board Lot Size.**

By order of the Board  
**CHINESE FOOD AND BEVERAGE GROUP LIMITED**  
**Chow Cheuk Hang**  
*Executive Director*

Hong Kong, 17 July 2019

*As at the date of this announcement, Mr. Chow Cheuk Hang and Ms. Wong Hei Man are executive Directors; Mr. Yeung Wai Hung, Peter, Mr. Lau Man Tak and Mr. Ma Stephen Tsz On are independent non-executive Directors.*

*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 Listed Company Information” page of the GEM website at [www.hkgem.com](http://www.hkgem.com) for at least seven days from the date of its publication and the Company’s website at [www.cfbgroup.com.hk](http://www.cfbgroup.com.hk).*