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NOBLE ENGINEERING GROUP HOLDINGS LIMITED

怡康泰工程集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8445)

TERMINATION OF PLACING AGREEMENT REGARDING PLACING OF CONVERTIBLE BONDS UNDER GENERAL MANDATE

Reference is made to the announcements of Noble Engineering Group Holdings Limited (the “**Company**”) dated 2 June 2023, 5 June 2023, 8 June 2023, 14 June 2023, 21 June 2023 and 6 July 2023, respectively (the “**Announcements**”) in relation to the placing of convertible bonds under general mandate. Capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements unless the context requires otherwise.

TERMINATION OF PLACING AGREEMENT

The Board announces that on 18 July 2023 (after trading hours of the Stock Exchange), the Company and the Placing Agent entered into a deed of termination pursuant to which the Company and the Placing Agent mutually agreed to terminate the Placing Agreement with effect from 18 July 2023, and all the rights, interests, obligations and liabilities whatsoever of the parties to the Placing Agreement arising thereunder or in relation to the Placing Agreement shall cease and determine and no party to the Placing Agreement shall have any claim against the other party in respect of any matter arising out of or in connection with the Placing Agreement.

The Board is of the view that the termination of the Placing Agreement and the Placing contemplated thereunder has no material adverse impact on the business operation and financial position of the Group. The Company may consider engaging in further fundraising activity(ies) after taking into account the future development of the Group and the market conditions. The Company will keep the market informed by way of announcement(s) in compliance with the requirements of the GEM Listing Rules as and when appropriate.

By order of the Board

Noble Engineering Group Holdings Limited

Tse Chun Yuen

Chairman and Executive Director

Hong Kong, 18 July 2023

As at the date of this announcement, the executive Directors are Mr. Tse Chun Yuen, Mr. Tse Chun Kuen and Mr. Cao Yaqun, the non-executive Director is Ms. Dang Hongying, and the independent non-executive Directors are Mr. Wong Yiu Kwong Kenji, Ms. Chung Lai Ling and Mr. Tang Chi Wai.

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 website of the Stock Exchange at www.hkexnews.hk on the “Latest Company Announcements” page for at least 7 days from the date of its posting and will be published on the Company’s website at www.nobleengineering.com.hk.