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K GROUP HOLDINGS LIMITED

千盛集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8475)

**VOLUNTARY ANNOUNCEMENT
MEMORANDUM OF UNDERSTANDING
FOR THE PROPOSED COOPERATION**

This announcement is made by K Group Holdings Limited (the “**Company**”, together with its subsidiaries collectively referred to as the “**Group**”) on a voluntary basis to keep the shareholders of the Company (“**Shareholders**”) and potential investors informed of the information regarding the latest business development of the Group.

The board (the “**Board**”) of directors (the “**Directors**”) is pleased to announce that on 4 January 2024 (after trading hours), the Company and 廣州藍石信息科技有限公司 (Guangzhou Bluestone Information Technology Company Limited*) (“**Guangzhou Bluestone**”) (together with the Company referred to as a “**Party**” or the “**Parties**”) entered into a memorandum of understanding (the “**Memorandum**”) in relation to the potential cooperation on operating of chain beverage stores with Guangzhou Bluestone (“**Proposed Cooperation**”). Pursuant to the Memorandum, each of the Parties may further enter into agreements containing the terms and conditions of the Proposed Cooperation subsequent to further discussion and negotiation among the Parties. As at the date of the Memorandum, no material terms or business cooperation models are determined, nor is any legally binding agreement entered into between both Parties in respect of the said cooperation. The Board believes that it is beneficial for the Company to explore opportunities from time to time to expand its current business portfolio and engage in new business operations with growth potential, as well as to broaden its source of income. The Directors consider that it is in the interests of the Company and its Shareholders as a whole.

Save for several provisions pertaining to, among others, confidentiality and regulatory laws, the Memorandum will not have any legally binding effect on each Party.

* *For identification purposes only*

INFORMATION ABOUT GUANGZHOU BLUESTONE

Guangzhou Bluestone is a company incorporated in the PRC and has years of experience in operating in the food and beverage business. It is principally engaged in the operation of and providing advisory services to chain beverage stores and coffee shops the PRC. Guangzhou Bluestone conducted detailed researches in the PRC food and beverage market and acquired thorough understanding over the industry.

Shareholders and potential investors of the Company should note that this announcement is made on a voluntary disclosure basis to allow the public to understand the Company's latest business development. The Board wishes to emphasize that the Proposed Cooperation under the Memorandum may or may not proceed, and consummation of the Proposed Cooperation shall be subject to, among others, the entering into of further legally binding agreements on such terms and conditions satisfactory to the Parties, and any regulatory or other approvals or consent that may require. Further announcement(s) in respect of the Proposed Cooperation will be made by the Company as and when appropriate in accordance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

For and on behalf of
K Group Holdings Limited
Li Junjian
Chairman and Executive Director

Hong Kong, 12 January 2024

As at the date of this announcement, the executive Directors are Mr. Li Junjian (Chairman), Mr. Chiang Ming Chun, Ms. Wong Pui Kei Peggy, and Mr. Yeap Wei Han, Melvyn; the non-executive Director is Mr. Su Shiyi; and the independent non-executive Directors are Mr. Chau Wing Nam, Mr. Lee Ming Yeung, Michael and Mr. Lei Xiongpeng.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the "GEM") 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 Stock Exchange at www.hkexnews.hk for at least 7 days from the date of its publication. This announcement will also be published on the website of the Company at www.kgroup.com.hk.