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MADISON

— G R O U P —

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)

INSIDE INFORMATION

MAJOR AND CONNECTED TRANSACTION DISPOSAL OF 38% EQUITY INTERESTS IN HACKETT ENTERPRISES LIMITED

This announcement is made by Madison Holdings Group Limited (the “**Company**”) pursuant to Rule 17.10 of the Rules (the “**GEM Listing Rules**”) Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited and the Inside Information Provisions (as defined under the GEM Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the announcement (the “**Announcement**”) of the Company dated 28 May 2024 in relation to, among other things, the Disposal. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

On 4 June 2024, the Company received a letter from the legal representative of Apex Treasure International Limited, being one of the shareholders of the Disposal Company, in relation to the Company’s alleged breach (the “**Alleged Breach**”) of the shareholders’ agreement dated 28 July 2016 entered into among the shareholders of the Disposal Company regarding the Disposal Company.

The Company is in the course of seeking advice from its legal advisers to ascertain, among other matters, the legal basis of the Alleged Breach. The Company will keep the Shareholders and potential investors of the Company informed of any significant development of the above matter by way of further announcement(s) as and when appropriate in accordance with the requirements under the GEM Listing Rules.

Completion is subject to the fulfillment of the conditions precedent set out in the Sale and Purchase Agreement and therefore the Disposal may or may not proceed. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Shares.

By order of the Board
Madison Holdings Group Limited
Ji Zuguang
Chairman and non-executive Director

Hong Kong, 4 June 2024

As at the date of this announcement, the executive Directors are Ms. Kuo Kwan and Dr. Cheung Yuk Shan Shirley; the non-executive Directors are Mr. Ip Cho Yin J.P. and Mr. Ji Zuguang; and the independent non-executive Directors are Mr. Chu Kin Wang Peleus, Dr. Lau Reimer, Mary Jean and Mr. Zhou Li.

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 of Hong Kong Limited 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 website of the Stock Exchange at www.hkexnews.hk for at least 7 days from the date of its publication and on the website of the Company at www.madison-group.com.hk.