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# MADISON

GROUP

**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: 08057)**

**(1) REVISED TIMETABLE  
IN RELATION TO PROPOSED SHARE CONSOLIDATION; AND  
PROPOSED RIGHTS ISSUE ON THE BASIS OF THREE (3) RIGHTS SHARES FOR  
EVERY TWO (2) CONSOLIDATED SHARES HELD ON THE RECORD DATE ON  
A NON-UNDERWRITTEN BASIS  
AND  
(2) SUPPLEMENTAL PLACING AGREEMENT**

References are made to the announcements of Madison Holdings Group Limited dated 5 March 2026 and 2 April 2026 (the “**Delay Announcement**”) in relation to, among other things, the Rights Issue (collectively, the “**Announcements**”). Capitalised terms used herein shall have the same meanings as those defined in the Announcements unless otherwise defined.

## **FURTHER DELAY IN DESPATCH OF CIRCULAR**

As disclosed in the Delay Announcement, a Circular containing, among other things, (i) further details of the Rights Issue, the Placing Agreement, the proposed Increase in Authorised Share capital, the proposed Share Consolidation and the Proposed Amendments and the proposed adoption of the New M&A; (ii) a letter of recommendations from the Independent Board Committee in respect of the Rights Issue and the Placing Agreement; (iii) a letter of advice from the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders in regards of the above; (iv) other information required under the GEM Listing Rules; and (v) a notice convening the EGM is expected to be despatched to the Shareholders (including the Non-Qualifying Shareholders) on or before Wednesday, 15 April 2026.

As additional time is required to finalise certain information contained in the Circular, it is expected that the despatch date of the Circular will be postponed to a date on or before Thursday, 23 April 2026 and the closure of register of members of the Company will be changed accordingly.

## EXPECTED TIMETABLE OF THE RIGHTS ISSUE

The expected timetable for the Rights Issue and Share Consolidation has been revised as follows:

<b>Events</b>	<b>Date (Hong Kong time)</b>
Despatch of the Circular together with notice of EGM and proxy form for EGM	Thursday, 23 April 2026
Latest time for lodging transfer documents of the Shares to qualify for attendance and voting at the EGM	4:30 p.m. on Thursday, 7 May 2026
Closure of register of members of the Company for determining the identity of the Shareholders entitled to attend and vote at the EGM (both dates inclusive)	Friday, 8 May 2026 to Thursday, 14 May 2026
Latest time for lodging proxy forms for the EGM	10:00 a.m. on Tuesday, 12 May 2026
Record date for attendance and voting at the EGM	Thursday, 14 May 2026
Expected date and time of the EGM	10:00 a.m. on Thursday, 14 May 2026
Announcement of the poll results of the EGM	Thursday, 14 May 2026
Register of members re-opens	Friday, 15 May 2026
<b>The following events are conditional upon the results of the EGM and therefore the dates are tentative only.</b>	
Effective date of the Share Consolidation	Monday, 18 May 2026
Commencement of dealings in the Consolidated Shares	9:00 a.m. on Monday, 18 May 2026
Original counter for trading in Existing Shares in board lots of 4,000 Existing Shares (in the form of existing share certificates) temporarily closes	9:00 a.m. on Monday, 18 May 2026
Temporary counter for trading in Consolidated Shares in board lots of 400 Consolidated Shares (in the form of existing share certificates) opens	9:00 a.m. on Monday, 18 May 2026
First day for free exchange of existing share certificates into new share certificates for the Consolidated Shares	Monday, 18 May 2026
Last day of dealings in Consolidated Shares on cum-rights basis	Monday, 18 May 2026
First day of dealings in the Consolidated Shares on an ex-rights basis relating to the Rights Issue	Tuesday, 19 May 2026

Latest date and time for lodging transfer documents of the Consolidated Shares in order for the transferees to qualify for the Rights Issue	4:30 p.m. on Wednesday, 20 May 2026
Closure of register of members to determine the eligibility of the Rights Issue (both dates inclusive)	Thursday, 21 May 2026 to Thursday, 28 May 2026
Record date for the Rights Issue	Thursday, 28 May 2026
Register of members re-opens	Friday, 29 May 2026
Despatch of the Prospectus Documents (including the PAL and the Prospectus) (in case of the Non-Qualifying Shareholders, the Prospectus only)	Friday, 29 May 2026
Designated broker starts to stand in the market to provide matching services for the sale and purchase of odd lots of the Consolidated Shares	9:00 a.m. on Tuesday, 2 June 2026
Original counter for trading in Consolidated Shares in board lots of 4,000 Consolidated Shares (in the form of new share certificates) re-opens	9:00 a.m. on Tuesday, 2 June 2026
Parallel trading in the Consolidated Shares (in the form of both existing share certificates and new share certificates for the Consolidated Shares) commences	9:00 a.m. on Tuesday, 2 June 2026
First day of dealings in nil-paid Rights Share	Tuesday, 2 June 2026
Latest time for splitting the PAL	4:30 p.m. on Thursday, 4 June 2026
Last day of dealing in nil-paid Rights Shares	Tuesday, 9 June 2026
Latest time for acceptance of and payment for the Rights Shares	4:00 p.m. on Friday, 12 June 2026
Announcement of the number of Unsubscribed Rights Shares subject to the Placing	Thursday, 18 June 2026
Commencement of placing of Unsubscribed Rights Shares by the Placing Agent	Monday, 22 June 2026
Designated broker ceases to stand in the market to provide matching services for sale and purchase of odd lots of the Consolidated Shares	4:00 p.m. on Tuesday, 23 June 2026
Temporary counter for trading Consolidated Shares in board lots of 400 Consolidated Shares (in the form of existing share certificates) closes	4:10 p.m. on Tuesday, 23 June 2026

Parallel trading in Consolidated Shares (in the form of both existing share certificates and new share certificates for the Consolidated Shares) ends	4:10 p.m. on Tuesday, 23 June 2026
Latest date and time for free exchange of existing share certificates for the new shares certificate of the Consolidated Shares	4:30 p.m. on Thursday, 25 June 2026
Latest time of placing of the Unsubscribed Rights Shares by the Placing Agent	4:00 p.m. on Friday, 3 July 2026
Announcement of results of the Rights Issue (including results of the placing of Unsubscribed Rights Shares and the amount of the Net Gain per Unsubscribed Rights Share under the Compensatory Arrangements)	Thursday, 9 July 2026
Despatch of share certificates for fully-paid Rights Shares	Friday, 10 July 2026
Refund cheques, if any, to be despatched (if the Rights Issue is terminated)	Friday, 10 July 2026
Commencement of dealings in fully-paid Rights Shares	9:00 a.m. on Monday, 13 July 2026
Payment of the Net Gain to relevant No Action Shareholders (if any) or Non-Qualifying Shareholders (if any)	Monday, 20 July 2026

**This timetable is indicative only and may be extended or varied. Any change to the expected timetable above will be announced by the Company as and when appropriate.**

#### **SUPPLEMENTAL PLACING AGREEMENT**

In view of the revised timetable, on 15 April 2026 (after trading hours of the Stock Exchange), the Company and the Placing Agent entered into a supplemental agreement (the “**Supplemental Placing Agreement**”), pursuant to which, among other things, the Company and the Placing Agent agreed to (i) revise the Placing Period which will commence from Monday, 22 June 2026 to 4:00 p.m. on Friday, 3 July 2026; and (ii) extend the Latest Time for Termination to Monday, 6 July 2026.

Save for the amendments made in relation to the revised timetable and the Supplemental Placing Agreement, other terms and conditions of the Placing Agreement remain unchanged and in full force and effect.

## **WARNING OF THE RISKS OF DEALING IN THE SHARES AND THE RIGHTS SHARES**

The Shares are expected to be dealt in on an ex-rights basis from Tuesday, 19 May 2026. Dealings in the Rights Shares in nil-paid form are expected to take place from Tuesday, 2 June 2026 to Tuesday, 9 June 2026. Any Shareholder or other person contemplating transferring, selling or purchasing the Shares and/or Rights Shares in their nil-paid form is advised to exercise caution when dealing in the Shares and/or the nil-paid Rights Shares. Any party who is in any doubt about his/her/its position or any action to be taken is recommended to consult his/her/its own professional adviser(s). Any Shareholder or other person dealing in the Shares or in the nil-paid Rights Shares up to the date on which all the conditions to which the Rights Issue is subject are fulfilled will accordingly bear the risk that the Rights Issue may not become unconditional or may not proceed. Shareholders and potential investors are advised to exercise caution when dealing in the Shares and the nil-paid Right Shares.

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

Hong Kong, 15 April 2026

*As at the date of this announcement, the executive Directors are Mr. Jiang Tian, Dr. Cheung Yuk Shan Shirley and Mr. Su Lei; the non-executive Directors are Mr. Ji Zuguang and Mr. Ip Cho Yin J.P.; 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 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 website of the Stock Exchange at [www.hkexnews.hk](http://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](http://www.madison-group.com.hk).*