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VICTORY GROUP LIMITED

(Incorporated in Bermuda with limited liability)

(Stock code: 1139)

DELAY IN DESPATCH OF THE CIRCULAR

Reference is made to the announcements of the Company dated 29 May 2020, 20 July 2020, 20 August 2020, 14 September 2020 and 16 October 2020 (the “**Announcements**”) in relation to, among other things, the Proposed Restructuring involving, inter alia, (i) very substantial acquisition; (ii) proposed subscription of shares by Mr. Chan Chun Choi; (iii) proposed Share Offer; (iv) reverse takeover involving a new listing application; (v) application for whitewash waiver; and (vi) proposed appointment of Director. Unless otherwise specified, capitalized terms used herein shall have the same meaning as those defined in the Announcements.

DELAY IN DESPATCH OF CIRCULAR

As disclosed in the announcement dated 16 October 2020, the Company has submitted the new listing application (the “**Listing Application**”) to the Stock Exchange on 9 September 2020. On 29 September 2020, the Company received the first comment fax from the Stock Exchange in relation to the Listing Application and the Circular. On 30 September 2020, the Company received the first comment fax from the SFC in relation to the Circular. The Company is working closely with all professional parties to address comments from the regulators on the Listing Application and/or the Circular.

Having considered that additional time is required for the regulators to approve the Listing Application and for the Company to address further comments that may be raised, the Company expects further delay to the despatch of the Circular and therefore, applied to the Executive for an extension of time for the despatch of the Circular on or before 13 January 2021. The Executive has indicated that it is minded to grant such consent. The Company will make further announcement on the progress of the Proposed Restructuring as and when appropriate pursuant to the requirements of the Listing Rules and the Takeovers Code.

CONTINUED SUSPENSION OF TRADING

At the request of the Company, trading in the shares of the Company on the Stock Exchange has been suspended from 9:00 a.m. on 23 January 2018 and will remain suspended until further notice.

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

For and on behalf of
Victory Group Limited
Chan Chun Choi
Chairman and Managing Director

Hong Kong, 22 October 2020

As at the date of this announcement, the Board comprises Mr. Chan Chun Choi, Mr. Chan Kingsley Chiu Yin and Ms. Lo So Wa Lucy (formerly known as Lu Su Hua) as executive directors; and Mr. Ip Ka Keung, Dr. Lam King Hang and Mr. Cheung Man Fu as independent non-executive directors.

The Directors jointly and severally accept full responsibility for the accuracy of information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.