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TAI HING GROUP HOLDINGS LIMITED

太興集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 6811)

CHANGE IN SHAREHOLDING INTERESTS AMONG CONTROLLING SHAREHOLDERS

This announcement is made pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

BACKGROUND

On 14 December 2018, a deed of confirmation was entered into among Mr. Chan Wing On (陳永安先生) (“**Mr. Chan**”), Mr. Lau Hon Kee (劉漢基先生) (“**Mr. Lau**”), Mr. Ho Ping Kee (何炳基先生) (“**Mr. Ho**”), Mr. Yuen Chi Ming (袁志明先生) (“**Mr. Yuen**”), and Chun Fat Company Limited (俊發有限公司) (“**Chun Fat**”), confirming the existence of their acting-in-concert arrangement (the “**AIC Confirmation**”) and as such they are a group of controlling shareholders of Tai Hing Group Holdings Limited (the “**Company**”).

Immediately before the execution of the Sale and Purchase Agreement (as defined below) and as at the date of this announcement, Chun Fat, which was owned as to approximately 70.67%, 12.56%, 9.93% and 6.84%, respectively by Mr. Chan, Mr. Lau, Mr. Ho and Mr. Yuen, held approximately 53.56% interest in the total issued share capital of the Company.

THE SALE AND PURCHASE AGREEMENT AND THE TRANSFER

The board (the “**Board**”) of directors (the “**Directors**”) of the Company was informed that Mr. Chan (as purchaser), Mr. Lau (as vendor), Mr. Ho (as covenantor), Mr. Yuen (as covenantor) and Chun Fat (as target company) had entered into a sale and purchase agreement on 19 September 2022 (the “**Sale and Purchase Agreement**”), pursuant to which, among other things, Mr. Lau agreed to sell, and Mr. Chan agreed to purchase from Mr. Lau, 25,116 shares of Chun Fat (representing approximately 12.56% of the total number of issued shares of Chun Fat) (the “**Transfer**”).

Pursuant to the Sale and Purchase Agreement, the AIC Confirmation is terminated by the parties thereto with effect from the date of completion of the Transfer.

CHANGE IN SHAREHOLDING INTERESTS AMONG THE CONTROLLING SHAREHOLDERS OF THE COMPANY

Upon completion of the Transfer, Mr. Lau will not hold any shares in Chun Fat and the shareholding of Mr. Chan in Chun Fat will increase from approximately 70.67% to approximately 83.23%.

Further, upon the completion of the Transfer, Chun Fat will continue to hold approximately 53.56% interest in the total issued share capital of the Company, and will be owned as to 83.23%, 0%, 9.93% and 6.84% by Mr. Chan, Mr. Lau, Mr. Ho and Mr. Yuen, respectively.

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

By Order of the Board
Tai Hing Group Holdings Limited
Chan Wing On
Chairman

Hong Kong, 19 September 2022

As at the date of this announcement, the Board comprises: –

Executive Directors

Mr. Chan Wing On (Chairman), Mr. Yuen Chi Ming, Mr. Lau Hon Kee and Ms. Chan Shuk Fong

Non-Executive Director

Mr. Ho Ping Kee

Independent Non-Executive Directors

Mr. Mak Ping Leung (alias: Mak Wah Cheung), Mr. Wong Shiu Hoi Peter and Dr. Sat Chui Wan