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**Edvantage Group Holdings Limited**  
**中匯集團控股有限公司**  
*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock code: 0382)**

**SHARE DIVIDEND SCHEME IN RELATION TO THE FINAL  
DIVIDEND FOR THE YEAR ENDED 31 AUGUST 2022  
BASIS OF ALLOTMENT OF FINAL DIVIDEND SHARES**

Reference is made to the announcement of the Company dated 25 November 2022, the circular of the Company dated 30 December 2022 (“**Circular**”) and the poll results announcement of the Company dated 27 January 2023. Unless otherwise specified, terms used herein shall have the same meanings as those defined in the Circular.

At the Annual General Meeting held on 27 January 2023, the Shareholders approved, among others, the declaration of the Final Dividend and that the Final Dividend be satisfied wholly in the form of an allotment of shares credited as fully paid up without offering any right to the Shareholders to elect to receive such dividend in cash in lieu of such allotment.

**BASIS OF ALLOTMENT OF FINAL DIVIDEND SHARES**

As stated in the Circular, for the purpose of calculating the number of Final Dividend Shares to be allotted and issued under the Share Dividend Scheme, the issue price of the Final Dividend Shares will be HK\$2.647 per Share, which is determined with reference to the Average Closing Price. Accordingly, the number of Final Dividend Shares which an Eligible Shareholder is entitled to receive in respect of the Shares registered in his/her/its name at the close of business on the Record Date will be calculated as below:

$$\begin{array}{l} \text{Number of Final Dividend} \\ \text{Shares to be received} \end{array} = \begin{array}{l} \text{Number of existing} \\ \text{Shares held at the close} \\ \text{of business on the Record} \\ \text{Date} \end{array} \times \frac{\begin{array}{l} \text{The Final Dividend per} \\ \text{Share (i.e. HK9.60 cents)} \end{array}}{\begin{array}{l} \text{Average Closing Price} \\ \text{(i.e. HK\$2.647)} \end{array}}$$

The Final Dividend Shares to be issued to each Eligible Shareholder will be issued on a pro rata basis to the number of existing Shares held by an Eligible Shareholder at close of business on the Record Date but will be rounded down to the nearest whole number.

Based on (i) the 1,082,405,987 Shares in issue as at the close of business on the Record Date; and (ii) the Average Closing Price of HK\$2.647, the estimated number of Final Dividend Shares to be issued will be 39,256,129 Shares, representing approximately 3.63% of the issued share capital of the Company as at the close of business on the Record Date and approximately 3.50% of the issued share capital of the Company as enlarged by the issue of the Final Dividend Shares.

## **OVERSEAS SHAREHOLDER(S)**

At the close of business on the Record Date, there are 1,082,405,987 Shares in issue. Based on the register of members of the Company as at the close of business on the Record Date, there was one Overseas Shareholder with registered address in the BVI and there were no other Eligible Shareholders whose registered address is outside of Hong Kong.

Pursuant to Rule 13.36(2)(a) of the Listing Rules, the Company has made enquiries in respect of the legal restrictions under the laws of the BVI and the requirement of the relevant regulatory body or stock exchange in the BVI for the Company to extend the Share Dividend Scheme to the Overseas Shareholder with registered address in the BVI. On the basis of the results of such enquiries obtained as at the close of business on the Record Date, the Directors note that there is no legal restriction under the laws of or the requirements of the relevant regulatory bodies or stock exchanges in the BVI with respect to the offer of the Final Dividend Shares to the Overseas Shareholder with registered addresses in the BVI as at the close of business on the Record Date.

Accordingly, the Board is of the view that it would not be necessary or expedient for the Company to exclude the Overseas Shareholder with registered address in the BVI from participating in the Share Dividend Scheme on account of the restrictions or requirements from the perspective of the BVI laws. In view of the above, the Overseas Shareholder with registered address in the BVI will not be excluded from participating in the Share Dividend Scheme. For other details regarding offering of Final Dividend Shares to Overseas Shareholder, please refer to the Circular.

## LISTING AND DEALINGS

Application has been made to the Listing Committee of the Stock Exchange for the listing of and permission to deal in the Final Dividend Shares to be issued pursuant to the Share Dividend Scheme. Subject to the said permission being granted by the Stock Exchange, it is expected that the share certificates for the Final Dividend Shares will be despatched by ordinary post on or around 27 February 2023, to Eligible Shareholders entitled thereto at their own risk to their respective addresses shown on the register of members of the Company at the close of business on the Record Date; and in case of joint holders, to the address of the joint holder whose name stands first in the register of members of the Company in respect of such joint shareholding. Dealings in the Final Dividend Shares are expected to commence on 28 February 2023 after despatch to the Eligible Shareholders of the certificates for the Final Dividend Shares.

On behalf of the Board of  
**Edvantage Group Holdings Limited**  
**Liu Yung Chau**  
*Chairman and executive director*

Hong Kong, 7 February 2023

*As at the date of this announcement, the executive Directors are Mr. Liu Yung Chau, Ms. Chen Yuan, Rita and Ms. Liu Yi Man, the non-executive Director is Mr. Liu Yung Kan; and the independent non-executive Directors are Mr. Xu Gang, Mr. O'Yang Wiley and Mr. Li Jiatong.*