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## **Red Star Macalline Group Corporation Ltd.**

**紅星美凱龍家居集團股份有限公司**

*(A sino-foreign joint stock company incorporated in the People's Republic of China with limited liability)*

**(Stock Code: 1528)**

**(Listed Debt Securities Code: 5454)**

### **INSIDE INFORMATION**

#### **UPDATE TO THE PROPOSED ACQUISITION**

This announcement is made by Red Star Macalline Group Corporation Ltd. (紅星美凱龍家居集團股份有限公司) (the “**Company**”) pursuant to Rule 13.09 and 13.10B of the Listing Rules and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance.

Reference is made to the announcement of the Company dated January 13, 2023, January 17, 2023, January 26, 2023, and February 24, 2023 (the “**Announcements**”). Unless otherwise defined, capitalized terms not defined herein shall have the same meanings ascribed to them in the Announcements.

As disclosed in the Announcements, under the terms of the Proposed Acquisition, Xiamen C&D is required to pay earnest money into the Joint Account upon RSM Holding providing relevant security over A Shares of the Company held by it in favour of Xiamen C&D. In this regard, RSM Holding has provided the first share pledge and second share pledge of 91,575,092 A Shares and 61,050,062 A Shares, respectively, in favour of Xiamen C&D. Pursuant to the original terms of the Framework Agreement, RSM Holding was required to provide a third share pledge of an additional 86,023,000 A Shares in favour of Xiamen C&D.

For the purposes of internal asset restructuring, RSM Holding has transferred 68,023,000 A Shares to its wholly-owned subsidiary, Changzhou Meikai Information Technology Co., Ltd. (常州美開信息科技有限公司).

On March 6, 2023, a total of 86,023,000 Shares (consisting of 68,023,000 A Shares held by Changzhou Meikai Information Technology Co., Ltd. (常州美開信息科技有限公司) and 18,000,000 A Shares held by Xizang Yiying Enterprise Management Co., Ltd. (西藏奕盈企業管理有限公司), each being a wholly-owned subsidiary of RSM Holding) were pledged to Xiamen C&D under the third share pledge (the “**Third Share Pledge**”), pursuant to a supplemental agreement to the Framework Agreement. Other than the pledgor entities set out above, the supplemental agreement does not amend any other terms in relation to the Framework Agreement.

Following the Third Share Pledge, a total of 238,648,154 A Shares have been pledged to Xiamen C&D by RSM Holding and its wholly-owned subsidiaries pursuant to the terms of the Framework Agreement.

The relevant Third Share Pledge registration procedures have been completed with China Securities Depository and Clearing Corporation Limited. The Third Share Pledge does not fall within the scope of Rule 13.17 of the Listing Rules.

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

By Order of the Board  
**Red Star Macalline Group Corporation Ltd.**  
**QIU Zhe**  
*Secretary of the Board and Joint Company Secretary*

Shanghai, the PRC  
March 7, 2023

*As at the date of this announcement, the executive Directors of the Company are CHE Jianxing and LI Jianhong; the non-executive Directors are CHEN Zhaohui, JIANG Xiangyu, HU Xiao, ZHENG Yongda, WANG Wenhui and ZOU Shaorong; and the independent non-executive Directors are QIAN Shizheng, LEE Kwan Hung, Eddie, WANG Xiao, ZHAO Chongyi and QIN Hong.*