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**Golden Eagle Retail Investment Limited**  
(Incorporated in the Cayman Islands with limited liability)

**GOLDEN EAGLE RETAIL GROUP  
LIMITED**  
金鷹商貿集團有限公司  
(Incorporated in the Cayman Islands with limited liability)  
(Stock Code: 3308)

## JOINT ANNOUNCEMENT

**DELAY IN DESPATCH OF THE SCHEME DOCUMENT  
IN RELATION TO  
(1) PROPOSAL FOR THE PRIVATISATION OF  
GOLDEN EAGLE RETAIL GROUP LIMITED  
BY THE OFFEROR  
BY WAY OF A SCHEME OF ARRANGEMENT  
UNDER SECTION 86 OF THE COMPANIES ACT;  
AND  
(2) PROPOSED WITHDRAWAL OF LISTING OF  
GOLDEN EAGLE RETAIL GROUP LIMITED**

**Financial Adviser to the Offeror**



**Independent Financial Adviser to the Independent Board Committee**



Reference is made to the joint announcement dated 28 May 2023 (the “**Joint Announcement**”) issued by Golden Eagle Retail Investment Limited (the “**Offeror**”) and Golden Eagle Retail Group Limited (the “**Company**”) in relation to, among other things, (1) the proposal for the privatisation (the “**Proposal**”) of the Company by the Offeror by way of a scheme of arrangement (the “**Scheme**”) under Section 86 of the Companies Act; and (2) proposed withdrawal of listing of the Company. Unless otherwise defined, capitalised terms used in this joint announcement shall have the same meanings as those defined in the Joint Announcement.

As set out in the Joint Announcement, pursuant to Rule 8.2 of the Takeovers Code, unless the Executive's consent is obtained, the Scheme Document, including, amongst other things, further details of the Proposal and the Scheme, an explanatory memorandum as required under the rules of the Grand Court, the expected timetable relating to the Proposal, the recommendations of the Independent Board Committee, the letter of advice from the Independent Financial Adviser and notices to convene the Court Meeting and the EGM, together with forms of proxy in relation thereto, as well as other particulars required by the Takeovers Code, should be despatched to the Scheme Shareholders within 21 days of the date of the Joint Announcement (i.e. on or before 19 June 2023), and in compliance with the requirements of the Takeovers Code, the rules and orders of the Grand Court and any other applicable laws and regulations.

As additional time is required to finalise the content of the Scheme Document, including, among others, the indebtedness statement and the property valuation report and thereafter to submit the Scheme Document to the Grand Court to procure the holding of the Directions Hearing, an application was made to the Executive pursuant to Rule 8.2 of the Takeovers Code for its consent to extend the deadline for the despatch of the Scheme Document to a date on or before 31 August 2023. The Executive has indicated that it is minded to grant consent to the delay in despatch. A further announcement will be made by the Company and the Offeror when the Scheme Document is despatched.

## **WARNING**

**Shareholders and potential investors of the Company should be aware that the Proposal is subject to the Conditions being fulfilled or waived, as applicable, and therefore the Proposal may or may not be implemented. Shareholders and potential investors of the Company should therefore exercise caution when dealing in securities of the Company. Persons who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional advisers.**

By order of the board of  
**Golden Eagle Retail Investment Limited**  
**Wang Hung, Roger**  
*Director*

By order of the board of  
**Golden Eagle Retail Group Limited**  
**Wang Hung, Roger**  
*Chairman*

Hong Kong, 16 June 2023

*As at the date of this joint announcement, the sole director of each of the Offeror and GEICO is Mr. Wang.*

*The sole director of the Offeror and GEICO accepts full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the Group) and confirms, having made all reasonable enquiries, that to the best of his knowledge, opinions expressed in this joint announcement (other than opinions expressed by the Directors in their capacity as the Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.*

*As at the date of this joint announcement, the Board comprises two executive Directors, namely Mr. Wang and Mr. Tan Jianlin and three independent non-executive Directors, namely Mr. Wong Chi Keung, Mr. Lay Danny J and Mr. Lo Ching Yan.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the Offeror and the Offeror Concert Parties) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than opinions expressed by the sole director of the Offeror in his capacity as the director of the Offeror) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.*