Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this joint announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this joint announcement.

The joint announcement appears for information purpose only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities of the Offeror or the Company nor is it a solicitation of any vote or approval in any jurisdiction. This joint announcement is not for release, publication or distribution in or into any jurisdiction where to do so would constitute a violation of the relevant laws of such jurisdiction.



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

MONTHLY UPDATE ON

(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

Reference is made to (i) 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; and (ii) the joint announcement of the Offeror and the Company dated 16 June 2023 in relation to the delay in dispatch of the Scheme Document (the "Delay Announcement"). Unless otherwise defined, capitalised terms used in this joint announcement shall have the same meanings as those defined in the Joint Announcement.

The Board would like to update the Shareholders and potential investors of the Company that further to the Delay Announcement, the Directions Hearing has been listed on 21 July 2023. The Company is currently in the course of finalising the information in relation to the Proposal and the Scheme to be included in the Scheme Document.

Further announcement(s) will be made by the Company and/or the Offeror in accordance with the Listing Rules and the Takeovers Code (as the case may be) on the status and progress in connection with the Proposal and the Scheme and the despatch of the Scheme Document as and when appropriate.

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, 18 July 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.