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SANERGY

SANERGY GROUP LIMITED

昇能集團有限公司

(Incorporated in Cayman Islands with limited liability)

(Stock code: 2459)

INSIDE INFORMATION

This announcement is made by Sanergy Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) 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 Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The board of directors (the “**Director(s)**”) of the Company has been informed by Otautahi Capital Inc. (“**OCI**”), being a controlling shareholder of the Company, that on 21 November 2023, OCI transferred a total of 20,000,000 shares of the Company (the “**Subject Shares**”), representing 2% of the total issued shares of the Company, to a group of individuals, who are independent third parties to the Company (the “**Recipients**”), at nil consideration (the “**Transfer**”).

OCI advised that all Recipients have been sharing a longstanding friendships with OCI over the years and hence, the Transfer was to express the gratitude and appreciation towards the Recipients for the enduring friendships built on trust and mutual support.

Immediately upon completion of the Transfer, OCI will be interested in 730,000,000 shares, representing 73% of the total issued shares of the Company and shall remain as a controlling shareholder of the Company. As the Subject Shares are transferred by OCI, the Transfer is not subject to the provisions of Chapter 17 of the Listing Rules.

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
SANERGY GROUP LIMITED
Peter Brendon Wyllie

Executive Director and Chairman of the Board

Hong Kong, 21 November 2023

As at the date of this announcement, the Board comprises (i) Mr. Peter Brendon Wyllie (chairman of the Board), Dr. Wei-Ming Shen, Mr. Yan Haiting and Mr. Hou Haolong as executive Directors; (ii) Mr. Wang Ping as non-executive Director; and (iii) Mr. Cheng Tai Kwan Sunny, Mr. Ngai Ming Tak Michael and Ms. Chan Chore Man Germaine as independent non-executive Directors.