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(Incorporated in Bermuda with limited liability)

(Stock Code: 1207)

**POSSIBLE DELAY IN COMPLETION AND
FURTHER DELAY IN DESPATCH OF CIRCULAR OF THE
MAJOR TRANSACTION AND CONNECTED TRANSACTION
IN RELATION TO (I) THE DISPOSALS OF EQUITY INTERESTS IN
THE TARGET COMPANIES; AND (II) THE ASSIGNMENT OF LOAN**

Reference is made to (i) the announcement (the “**Announcement**”) of SRE Group Limited (the “**Company**”) dated 6 February 2024 in relation to the disposals of equity interest in the Target Companies and the assignment of the SREUS Loan; and (ii) the announcements of the Company dated 28 March 2024 and 10 May 2024 in relation to the delay in despatch of the Circular (the “**Delay Announcements**”). Unless otherwise defined, all capitalised terms used herein shall have the same meanings as defined in the Announcement and the Delay Announcements.

POSSIBLE DELAY IN COMPLETION OF THE DISPOSALS

Pursuant to Agreement A and Agreement B, and as disclosed in the Announcement, the Completion shall take place remotely via the exchange of documents and signatures immediately following the consummation of the conditions precedent set out therein or at such other time as shall be mutually agreed by the parties in writing (time in either case shall be of the essence) but in any event no later than 31 May 2024 (the “**Long-stop Date**”). As part of the Buyer’s internal approval process, in-depth due diligence on the Target Companies is required, and it is currently expected that further time is required for completion of the aforementioned due diligence process. As such, on 20 June 2024, the Buyer issued a letter (the “**Extension Letter**”) to the Group requesting for a negotiation for an extension of the Long-stop Date for a period of not more than six (6) months. The Company is continuously assessing the impact of the Extension Letter on the Disposals. Further announcement(s) will be made by the Company as and when appropriate in accordance with the Listing Rules to keep its Shareholders and potential investors informed of any further material development of the Disposals.

FURTHER DELAY IN DESPATCH OF CIRCULAR

As disclosed in the Announcement and the Delay Announcements, the Circular containing, among other things, (1) details of Agreement A and Agreement B, and the Disposals contemplated thereunder; (2) a letter from the Independent Financial Adviser; (3) a letter from the Independent Board Committee; (4) other information required to be disclosed under the Listing Rules; and (5) the notice of the SGM and a form of proxy was expected to be despatched to the Shareholders on or before 30 June 2024.

As additional time is required to prepare and finalise the content of the Circular, including but not limited to the financial information of the Group, the Company expects that the despatch of the Circular will be further postponed from 30 June 2024 to a date on or before 15 August 2024.

Closing is conditional upon the satisfaction or, if applicable, waiver of the conditions precedent set out in Agreement A and Agreement B. Accordingly, the Disposals contemplated under Agreement A and Agreement B may or may not proceed. Shareholders and potential investors should exercise caution when dealing in the securities of the Company.

By Order of the Board
SRE GROUP LIMITED
Qin Guohui
Chairman

Hong Kong, 21 June 2024

As at the date of this announcement, the Board comprises four executive directors, namely Mr. Qin Guohui, Mr. Kong Yong, Mr. Xu Ming and Mr. Jiang Qi; two non-executive directors, namely Mr. Lu Jianhua and Mr. Pan Pan; and three independent non-executive directors, namely Mr. Zhuo Fumin, Mr. Ma Lishan and Mr. Chui Man Lung, Everett.

* *For identification purposes only*