

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this 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 announcement.*

*This announcement is for informational purposes only and does not constitute, and is not intended to be, an invitation or offer to acquire, purchase or subscribe for, or offer to sell or a solicitation of any offer to buy securities in Hong Kong, the United States or elsewhere. Securities may not be offered or sold in the United States absent registration or an exemption from registration. Neither this announcement nor any content contained herein shall form the basis of any contract or commitment whatsoever.*



**WH Group Limited**  
**萬洲國際有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 288)**

**UPDATE IN RELATION TO THE DISTRIBUTION IN SPECIE**

References are made to the announcement of the Company dated 6 February 2025 (the “**Announcement**”) and the Form of Election published and despatched on 5 March 2025, in relation to the Distribution. Unless otherwise defined, terms used in this announcement shall have the same meaning in the Announcement.

As disclosed in the Announcement, dealing in Smithfield Shares (CUSIP number: 832248207) on the Nasdaq Global Select Market commenced on 28 January 2025 (New York time).

**FORM OF ELECTION**

A Form of Election has been despatched to each of the registered Qualifying Shareholders whose names appear on the register of members of the Company on the Record Date.

A registered Qualifying Shareholder with share certificate holding 9,300 Shares or more and elect to receive his/her/its entitlement under the Distribution in the form of Distribution Smithfield Shares (the “**Certificated Share-receiving Qualifying Shareholder(s)**”), will receive the Distribution Smithfield Shares he/she/it is entitled to directly from Computershare, the distribution agent of Smithfield, and such Distribution Smithfield Shares will be recorded on Computershare’s stock ledger. Each Certificated Share-receiving Qualifying Company Shareholder will receive a statement from Computershare regarding their shareholding in Smithfield. A Certificated Share-receiving Qualifying Shareholder may then, at his/her/its own discretion, arrange to move his/her/its Distribution Smithfield Shares into an account of his/her/its broker or dealer that is a direct or indirect participant in DTC.

A Qualifying Shareholder holding Shares through Central Clearing and Settlement System (“**CCASS**”) (the “**CCASS Participating Qualifying Shareholder(s)**”) holding 9,300 Shares or more and who wishes to receive his/her/its entitlement under the Distribution in the form of Distribution Smithfield Shares shall provide the particulars set out in Section 2 of the Form of Election to his/her/its broker or dealer, so that these information could be submitted to CCASS. A CCASS Participating Qualifying Shareholder shall contact his/her/its broker or dealer regarding ways, formalities and deadlines to provide the particulars to the broker or dealer.

A Non-Qualifying Shareholders will not be entitled to elect to receive Distribution Smithfield Shares, but will instead receive a cash payment of HK\$0.01673 per Share based on the number of the respective Shares held by them.

## **DISTRIBUTION OF SMITHFIELD SHARES**

A Certificated Share-receiving Qualifying Shareholder will receive the Distribution Smithfield Shares he/she/it is entitled to directly from Computershare, the distribution agent of Smithfield, and such Distribution Smithfield Shares will be recorded on Computershare’s stock ledger.

For CCASS Participating Qualifying Shareholders holding 9,300 Shares or more and elected to receive his/her/its entitlement under the Distribution in the form of Distribution Smithfield Shares, Computershare, the distribution agent of Smithfield, will issue to the DTC account of CCASS the number of Distribution Smithfield Shares such CCASS Participating Qualifying Shareholders are entitled to. Upon receiving the Distribution Smithfield Shares via DTC, CCASS will, based on the DTC account information submitted by these CCASS Participating Qualifying Shareholders and/or their brokers or dealers, arrange to transfer the Distribution Smithfield Shares to the accounts of (i) CCASS Participating Qualifying Shareholders (if such CCASS Participating Qualifying Shareholders are participants in DTC) or (ii) the broker or dealer or other financial institution which is a direct or indirect participant in DTC, as designated by such CCASS Participating Qualifying Shareholders, in either case the number of Distribution Smithfield Shares to which such CCASS Participating Qualifying Shareholders are entitled.

Please note that if CCASS is unable to complete the transfer of the Distribution Smithfield Shares to the relevant CCASS Participating Qualifying Shareholder(s) within seven (7) days after the expected date of transfer (i.e., on or before Friday, 18 April 2025), it will return such Distribution Smithfield Share(s) to the Company and the relevant CCASS Participating Qualifying Shareholder(s) will receive cash payment in lieu of all the Distribution Smithfield Share(s) to which he/she/it would otherwise be entitled.

Any beneficial owner of the Shares which are registered in the name of a nominee, trustee or registered holder in any other capacity should make arrangements with such nominee, trustee or registered holder in relation to the Distribution. Qualifying Shareholders should consult their respective U.S. brokers or dealers for trading of Distribution Smithfield Shares they are entitled to.

### **Expected Timetable for the Distribution**

The expected timetable for the Distribution is as follows:

All time and dates referred to below are Hong Kong time unless otherwise indicated.

**2025**

Record Date for determining the entitlement to the Distribution. . . . .	Monday, 24 February
Despatch of the Form of Election on . . . . .	Wednesday, 5 March
Latest time for lodging the Form of Election. . . . .	4:30 p.m. on Thursday, 20 March
Distribution of Distribution Smithfield Shares or despatch of cheques for cash payment in lieu thereof on or about . . . . .	Tuesday, 8 April

**If there are changes to the above timetable, the Company will publish an announcement to inform the Shareholders.**

## **GENERAL**

**Qualifying Shareholders are reminded that whether or not it is to their advantage to elect to receive the Distribution in cash in lieu of the Distribution Smithfield Shares depends upon their own individual circumstances and preference, and the decision in this regard and all effects resulting therefrom are the responsibility of each individual Qualifying Shareholder.**

**This announcement is not, and does not form part of, an offer to sell or solicitation of an offer to purchase or subscribe for any securities of Smithfield in Hong Kong, the U.S. or any other jurisdiction, and neither this announcement, nor any part of it, shall form the basis of, or be relied on in connection with, any investment decision relating to securities of Smithfield. The Smithfield Shares referred to in this announcement have not been and will not be registered under the Securities Act, and may not be offered or sold unless registered or an exemption from registration is available.**

By Order of the Board  
**WH Group Limited**  
**Wan Long**  
*Chairman*

Hong Kong, 5 March 2025

*As at the date of this announcement, the executive Directors are Mr. WAN Long, Mr. GUO Lijun, Mr. WAN Hongwei and Mr. MA Xiangjie; the non-executive Director is Mr. JIAO Shuge; and the independent non-executive Directors are Mr. HUANG Ming, Mr. LAU, Jin Tin Don and Ms. ZHOU Hui.*