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## **MINTH GROUP LIMITED**

### **敏實集團有限公司**

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

**(Stock Code: 425)**

## **VOLUNTARY ANNOUNCEMENT INTENTION TO CONDUCT ON-MARKET SHARE REPURCHASE**

This announcement is made by Minth Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) on a voluntary basis to shareholders of the Company (the “**Shareholders**”) and potential investors of the Company.

The board (the “**Board**”) of directors (“**Directors**”) of the Company hereby announce that it intends to exercise its powers under the general mandate (the “**Repurchase Mandate**”) given to the Board pursuant to the resolutions of the Shareholders passed at the annual general meeting of the Company (the “**AGM**”) held on 31 May 2024, to repurchase up to 116,199,359 shares of the Company (the “**Shares**”), being 10% of the total number of the issued Shares as at the date of the AGM (the “**Proposed Share Repurchase**”), with such mandate to expire upon whichever is the earliest of: (a) the conclusion of the next annual general meeting of the Company; or (b) the expiration of the period within which the next annual general meeting of the Company is required by the articles of association of the Company or any applicable law of the Cayman Islands to be held; or (c) the date on which the authority set out in the ordinary resolution approving the Repurchase Mandate is revoked or varied by an ordinary resolution of the Shareholders in general meeting.

The Board has decided to utilize the Repurchase Mandate to repurchase Shares in the open market from time to time in accordance with market conditions and use up to a maximum of HK\$500,000,000 for the Proposed Share Repurchase. The Company intends to fund the Proposed Share Repurchase from its own financial resources. No repurchases would be made in circumstances that would have a material adverse impact on the working capital position of the Company.

The Company will conduct the Proposed Share Repurchase in compliance with the memorandum and articles of association of the Company, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), the Codes on Takeovers and Mergers and Share Buy-backs, the Companies Act of the Cayman Islands and all applicable laws and regulations to which the Company is subject to, the actual repurchase price of each Share shall be no more than 5% higher than the average closing market price for the Shares over the five trading days immediately preceding each repurchase (the “**Required Compliance**”). The Company may make further repurchases of Shares according to market conditions until the expiry of the Repurchase Mandate, but in any case subject to the availability of the Repurchase Mandate. The Proposed Share Repurchase shall not result in the number of the Shares held by the public falling below the relevant minimum percentage prescribed by the Listing Rules. Any Shares repurchased pursuant to the Proposed Share Repurchase may be canceled or held in treasury.

The Company’s business development and operations are currently normal and its current financial position is healthy. The Board is of the view that the current trading price of the Shares does not reflect their intrinsic value and the Proposed Share Repurchase will enhance the value of the Shares, thereby increasing the returns to the Shareholders. In addition, the Board believes that the Proposed Share Repurchase reflects the Company’s confidence in its long-term business prospects and the Company’s growth potential, which will ultimately benefit the Company and is in the best interests of the Company and the Shareholders as a whole.

**At the time of publication of this announcement, the Company has not repurchased any Shares under the Repurchase Mandate. Shareholders and potential investors should note that repurchases of Shares under the Repurchase Mandate will be subject to market conditions, the Required Compliance and at the absolute discretion of the Board. There is no assurance of the timing, quantity or price of any repurchases or whether or not the Company will make any repurchases. Accordingly, Shareholders and potential investors are reminded to exercise caution when dealing in the securities of the Company.**

By Order of the Board  
**Mint Group Limited**  
**Wei Ching Lien**  
*Chairperson*

Hong Kong, 21 August 2024

*As at the date of this announcement, the Board comprises Ms. Wei Ching Lien, Mr. Ye Guo Qiang and Ms. Zhang Yuxia, being executive Directors; Ms. Chin Chien Ya, being non-executive Director; and Dr. Wang Ching, Mr. Mok Kwai Pui Bill, Mr. Tatsunobu Sako and Professor Meng Li Qiu being independent non-executive Directors.*