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KWG GROUP HOLDINGS LIMITED

合景泰富集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1813)

SCRIP DIVIDEND ARRANGEMENT IN RELATION TO THE FINAL DIVIDEND FOR THE YEAR ENDED 31 DECEMBER 2019 CALCULATION OF MARKET VALUE

Reference is made to the circular (the “**Circular**”) of KWG Group Holdings Limited (the “**Company**”) dated 30 June 2020 in relation to the scrip dividend arrangement for payment of the final dividend of HK\$0.457382 (i.e. RMB42 cents) per ordinary share of the Company for the year ended 31 December 2019. Capitalised terms used herein shall have the same meanings as those defined in the Circular, unless otherwise specified.

As stated in the Circular, for the purpose of calculating the number of New Shares to be allotted to the Shareholders pursuant to the Scrip Dividend Arrangement, the Market Value will be the average closing price per Share as quoted on the Stock Exchange for the five consecutive trading days commencing on, and including Thursday, 2 July 2020, rounding down such figure to four decimal places. On such basis, the Market Value has been determined to be HK\$14.2480.

Accordingly, the number of New Shares which Shareholders will receive in respect of the Final Dividend for the existing Shares registered in their names on the Record Date will be calculated as follows:

$$\begin{array}{l} \text{Number of New} \\ \text{Shares to be received} \end{array} = \begin{array}{l} \text{Number of existing} \\ \text{Shares held on the} \\ \text{Record Date for which} \\ \text{election for New} \\ \text{Shares is made} \end{array} \times \begin{array}{l} \text{HK\$0.457382} \\ \text{(Final Dividend per Share)} \\ \text{HK\$14.2480} \\ \text{(Market Value per} \\ \text{New Share)} \end{array}$$

No Shareholder will be entitled to be issued any fraction of a Share under the Scrip Dividend Arrangement and the number of New Shares to be issued to each Shareholder will be rounded down to the nearest whole number. Fractional entitlements to New Shares will be disregarded. The New Shares to be issued pursuant to the Scrip Dividend Arrangement will rank *pari passu* in all respects with the existing issued Shares, except that such New Shares themselves will not rank for the Final Dividend.

All Shareholders resident outside Hong Kong are reminded to consult their professional advisers as to whether any governmental or other consents are required or other formalities need to be observed to enable them to receive New Shares under the Scrip Dividend Arrangement.

No action is required if the Shareholders wish to receive Final Dividend wholly in cash. Otherwise, if the Shareholders wish to receive the Final Dividend wholly in New Shares in lieu of cash, or partly in New Shares and partly in cash, they must COMPLETE, SIGN AND RETURN the Election Form to the Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not later than 4:30 p.m. on Thursday, 16 July 2020.

Application has been made to the Listing Committee of the Stock Exchange for the grant of the listing of, and permission to deal in, the New Shares. Subject to the said application being granted by the Stock Exchange, it is expected that the dividend warrants for cash dividends and/or share certificates in respect of such New Shares will be sent by ordinary mail to the Shareholders at their own risk on or around Friday, 7 August 2020 and dealings of the New Shares are expected to commence on Monday, 10 August 2020.

By order of the Board
KWG Group Holdings Limited
KONG Jianmin
Chairman

Hong Kong, 8 July 2020

As at the date of this announcement, the Board of Directors comprises seven Directors, of which Mr. KONG Jianmin (Chairman), Mr. KONG Jiantao, Mr. KONG Jiannan and Mr. CAI Fengjia are executive Directors; and Mr. LEE Ka Sze, Carmelo JP, Mr. TAM Chun Fai and Mr. LI Binhai are independent non-executive Directors.