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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)

PROPOSED SPIN-OFF AND SEPARATE LISTING OF KWG LIVING GROUP HOLDINGS LIMITED ON THE MAIN BOARD OF THE STOCK EXCHANGE OF HONG KONG LIMITED

POST HEARING INFORMATION PACK

The Board is pleased to announce that it was informed by KWG Living that in connection with the Proposed Spin-off and the Global Offering, KWG Living has submitted the PHIP to the Stock Exchange for publication on the Stock Exchange's website (www.hkexnews.hk). It is expected that the PHIP will be available for viewing and downloading from the Stock Exchange's website (www.hkexnews.hk) from 11 October 2020.

The Proposed Spin-off is subject to, among other things, the approval of the Listing Committee for the listing of, and permission to deal in, the KWG Living Shares, the final decisions of the Board and of the board of directors of KWG Living, market conditions and other considerations. The Proposed Spin-off may or may not materialise. Shareholders and other investors should be aware that there is no assurance that the Proposed Spin-off will take place or as to when it may take place. If the Proposed Spin-off does not proceed for any reason, the Preferential Offering and the Conditional Distribution will not proceed. Shareholders and potential investors are reminded to exercise caution when dealing in the securities of the Company. Persons who are in doubt about their position or any action to be taken are recommended to consult their own professional advisers.

INTRODUCTION

Reference is made to the announcements of the Company dated 24 June 2020, 22 September 2020 and 7 October 2020 (the “**Announcements**”) in relation to the Proposed Spin-off. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

POST HEARING INFORMATION PACK

The Board is pleased to announce that it was informed by KWG Living that in connection with the Proposed Spin-off and the Global Offering, KWG Living has submitted the post hearing information pack (the “**PHIP**”) to the Stock Exchange for publication on the Stock Exchange’s website (www.hkexnews.hk). It is expected that the PHIP will be available for viewing and downloading from the Stock Exchange’s website (www.hkexnews.hk) from 11 October 2020.

The PHIP contains, among other things, certain business and financial information relating to KWG Living and its subsidiaries. Shareholders should note that the PHIP is in draft form and the information contained in the PHIP is incomplete and is subject to change which can be material. Shareholders are advised to refer to the Stock Exchange’s website (www.hkexnews.hk) from time to time for the updated PHIP (if any). The Company does not have any obligation or liability whatsoever in relation to the PHIP and any updated PHIP.

GENERAL

Details in respect of the Proposed Spin-off, including the size, structure of the Global Offering and the expected timetable, have not yet been finalised. Further announcement(s) will be made by the Company in relation to the Proposed Spin-off as and when appropriate.

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

Hong Kong, 11 October 2020

As at the date of this announcement, the Board comprises seven Directors, of whom Mr. KONG Jianmin (Chairman), Mr. KONG Jiantao (Chief Executive Officer), 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.