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## **NEWAY GROUP HOLDINGS LIMITED**

**中星集團控股有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 00055)**

### **VERY SUBSTANTIAL DISPOSAL: DISPOSAL OF SUBSIDIARIES SECOND SUPPLEMENTAL AGREEMENT**

Reference is made to the announcements of Neway Group Holdings Limited (“**Company**”) dated 16 March 2018 and 11 April 2018 and the circular of the Company dated 25 June 2018 (“**Circular**”) in relation to the Disposal. Capitalised terms used herein shall have the same meanings as those defined in the Circular unless the context requires otherwise.

#### **SECOND SUPPLEMENTAL AGREEMENT**

As disclosed in the Circular and according to the Sale and Purchase Agreement, the “Agreed Reference Date” shall mean 30 November 2018 (or such other date as the Vendor and the Purchaser may agree in writing provided that the Conditions Precedent as set out in items (2) to (5) in the paragraphs headed “Conditions Precedent” in the “Letter from the Board” in the Circular shall have been satisfied on or before such date) and “Long Stop Date” shall mean 31 December 2018 (or such later date as the Vendor and the Purchaser may agree in writing).

\* *For identification purpose only*

The Board announces that after trading hours on 31 December 2018, the Vendor, a wholly-owned subsidiary of the Company, the Purchaser and the Guarantor entered into the second supplemental agreement to the Sale and Purchase Agreement (“**2nd Supplemental Agreement**”), pursuant to which (i) the Agreed Reference Date has been changed from 30 November 2018 to 31 January 2019 (or such other date as the Vendor and the Purchaser may agree in writing provided that the Conditions Precedent as set out in items (2) to (5) in the Circular shall have been satisfied on or before such date); and (ii) the Long Stop Date has been changed from 31 December 2018 to 30 April 2019 (or such later date as the Vendor and the Purchaser may agree in writing).

Save for the aforesaid changes, all other terms of the Sale and Purchase Agreement remain unchanged.

The 2nd Supplemental Agreement was arrived at upon further negotiations among the Vendor, the Purchaser and the Guarantor since more time is required for the Conditions Precedent to be fulfilled. The Vendor is working towards the fulfillment of the Conditions Precedent. It is currently expected that the Conditions Precedent as set out in items (2) to (5) in the Circular can be fulfilled by 31 January 2019 and Completion can take place in April 2019. The Board considers that the entering into of the 2nd Supplemental Agreement is in the interests of the Company and the Shareholders as a whole.

On behalf of the Board  
**Neway Group Holdings Limited**  
**Suek Ka Lun, Ernie**  
*Chairman*

Hong Kong, 31 December 2018

*As at the date of this announcement, the Board comprises Mr. Suek Ka Lun, Ernie (Chairman) and Mr. Suek Chai Hong (Chief Executive Officer) being the executive Directors; Dr. Ng Wai Kwan, Mr. Chan Kwing Choi, Warren and Mr. Wong Sun Fat being the non-executive Directors; Mr. Lee Kwok Wan, Mr. Lai Sai Wo, Ricky and Mr. Chu Gun Pui being the independent non-executive Directors; and Mr. Lau Kam Cheong being the alternate Director to Dr. Ng Wai Kwan.*