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中達集團控股有限公司

CENTRAL WEALTH GROUP HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 139)

VOLUNTARY ANNOUNCEMENT

CHANGE OF SUBSTANTIAL SHAREHOLDER

This announcement is made by Central Wealth Group Holdings Limited (the “**Company**”) on a voluntary basis.

The board (the “**Board**”) of directors (the “**Director(s)**”) of the Company has been notified by Mr. Xu Ke (“**Mr. Xu**”), an executive Director and the chief executive officer of the Company, that on 28 March 2019, he has acquired 80% of the issued share capital of Dragon Regal Holdings Limited (“**Dragon Regal**”) by way of subscription at a consideration of HK\$95,000,000 (the “**Subscription**”).

As at the date of this announcement, Dragon Regal holds 2,000,000,000 shares of the Company (the “**Shares**”), representing approximately 13.59% of the issued share capital of the Company, and is a substantial shareholder (as defined under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”)) of the Company.

Immediately before completion of the Subscription, Dragon Regal was owned as to 100% by Mr. Huang Chuan (“**Mr. Huang**”). Apart from the Shares held through Dragon Regal, Mr. Huang is also interested in 8,610,000 Shares, representing approximately 0.06% of the issued share capital of the Company. Immediately after completion of the Subscription, Dragon Regal is owned as to 80% by Mr. Xu and 20% by Mr. Huang. As Mr. Huang will no longer be entitled to exercise, or control the exercise of 10% or more of the voting power at any general meeting of the Company, he will cease to be a substantial shareholder (as defined under the Listing Rules) of the Company.

Immediately before completion of the Subscription, Mr. Xu was interested in 1,125,701,571 Shares, representing approximately 7.65% of the issued share capital of the Company. Immediately after completion of the Subscription, as Mr. Xu will be entitled to exercise, or control the exercise of 10% or more of the voting power at any general meeting of the Company through his shareholding in Dragon Regal, Mr. Xu will become a substantial shareholder (as defined under the Listing Rules) of the Company.

The Company is of the view that the above change of substantial shareholders will not have any significant impact on the business operations and composition of the management of the Company.

By Order of the Board
Central Wealth Group Holdings Limited
Chen Xiaodong
Chairman

Hong Kong, 28 March 2019

As at the date of this announcement, the Board comprises the following Directors:

Executive Directors

Mr. Chen Xiaodong (*Chairman*)
Mr. Xu Ke (*Chief Executive Officer*)
Mr. Yu Qingrui
Ms. Lam Hay Yin

Independent non-executive Directors

Mr. Kwok Chi Kwong
Mr. Chen Youchun
Mr. Wu Ming