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Alpha Professional Holdings Limited

阿爾法企業控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 948)

DELAY IN DESPATCH OF CIRCULAR

Financial adviser to the Company



禹銘投資管理有限公司
YU MING INVESTMENT MANAGEMENT LIMITED

Reference is made to the announcement of Alpha Professional Holdings Limited (the “**Company**”) dated 18 September 2019 (the “**Announcement**”) in relation to, among others, the Unwinding. Unless otherwise stated, capitalised terms used herein shall have the same meanings as defined in the Announcement.

Pursuant to Rule 8.2 of the Takeovers Code, a circular (the “**Circular**”) containing, among other things, (i) further details about the Settlement Agreement, including the Unwinding and the Share Buy-backs; (ii) the recommendations of the Independent Board Committee on the Settlement Agreement and the transactions contemplated thereunder, including the Unwinding and the Share Buy-backs; (iii) a letter of advice from the independent financial adviser to the Independent Board Committee and the Independent Shareholders in relation to the Settlement Agreement and the transactions contemplated thereunder, including the Unwinding and the Share Buy-backs; and (iv) the notice convening the SGM, will be dispatched to the Shareholders within 21 days of the date of the Announcement, which in this case would be on or before 9 October 2019.

As more time is required for preparing and finalising the Circular (including but not limited to the preparation of the indebtedness statement of the Group), an application has been made to the Executive pursuant to Rule 8.2 of the Takeovers Code for, and the Executive is minded to grant, its consent to an extension of time for the despatch of the Circular to the Shareholders to a date falling on or before 30 October 2019.

Shareholders and potential investors of the Company should be aware that the transactions contemplated under the Settlement Agreement are subject to a number of conditions being satisfied, including but not limited to the approval of the Share Buy-backs by the Executive, and consequently the transactions contemplated under the Settlement Agreement may or may not proceed. Accordingly, they are advised to exercise caution when they deal or contemplate dealing in the Shares or other securities (if any) of the Company.

For and on behalf of the Board of
Alpha Professional Holdings Limited
XIONG Jianrui
Chairman and Executive Director

Hong Kong, 8 October 2019

As at the date of this announcement, the executive Directors are Mr. Xiong Jianrui and Mr. Yi Peijian, and the independent non-executive Directors are Mr. Cui Songhe, Mr. Khoo Wun Fat William and Mr. Lin Tao.

The Directors jointly and severally accept full responsibility for the accuracy of information contained in this announcement and confirm, having made all reasonable enquiries, to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statement in this announcement misleading.

The English text of this announcement shall prevail over its Chinese text.

* *For identification purpose only*