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金粵控股有限公司

Rich Goldman Holdings Limited

(Incorporated in Hong Kong with limited liability)

(Stock Code: 00070)

**EXTENSION LETTER TO THE UNDERWRITING AGREEMENT
AND
REVISED EXPECTED TIMETABLE
FOR PROPOSED OPEN OFFER ON THE BASIS OF
NINE (9) OPEN OFFER SHARES
FOR EVERY FIVE (5) EXISTING SHARES
HELD ON THE RECORD DATE
AND
CLOSURE OF REGISTER OF MEMBERS**

References are made to the announcements issued by Rich Goldman Holdings Limited (the “**Company**”) dated 18 October 2019 in relation to, among other things, the Open Offer and the Whitewash Waiver (the “**Announcement**”) and dated 8 November 2019 in relation to the delay in despatch of the Circular (the “**Delay Announcement**”). Unless otherwise defined herein, capitalized terms used herein shall have the same meanings as those defined in the Announcement.

EXTENSION LETTER TO THE UNDERWRITING AGREEMENT

On 29 November 2019, the Company and the Underwriter entered into an extension letter to the Underwriting Agreement to extend (i) the Latest Time for Application from 4:00 p.m. on 2 January 2020 to 4:00 p.m. on 20 January 2020 or such other date and/or time as the Company and Underwriter may agree in writing as the latest time for application and payment for the Open Offer Shares; (ii) the Posting Date from 16 December 2019 to 6 January 2020 or such other date as the Underwriter may agree in writing with the Company as the date of despatch of the Prospectus Documents; and (iii) the Record Date from 13 December 2019 to 3 January 2020 or such other date as the Underwriter may agree in writing with the Company as the date of reference to which the entitlements to the Open Offer are expected to be determined. Save as aforesaid, all material terms and conditions of the Underwriting Agreement shall remain in full force and effect.

REVISED EXPECTED TIMETABLE

As stated in the Delay Announcement, as additional time is required to finalize the content of the Circular, the deadline for despatch of the Circular has been postponed to a date on or before 2 December 2019. The revised expected timetable is set out below:

Events	Date and time
Despatch date of the Circular, proxy form and notice of the EGM.	Monday, 2 December 2019
Latest time for registration of Shares to qualify for attendance and voting at the EGM	4:30 p.m. on Friday, 13 December 2019
Closure of register of members of the Company to determine the qualification for attendance and voting at the EGM.	From Monday, 16 December 2019 to Thursday, 19 December 2019 (both dates inclusive)
Latest time for lodging proxy forms for the EGM	11:00 a.m. on Tuesday, 17 December 2019
Record date for attending and voting at the EGM	Thursday, 19 December 2019
Time and date of the EGM	11:00 a.m. on Thursday, 19 December 2019

Events	Date and time
Announcement of poll results of the EGM.	Thursday, 19 December 2019
Re-opening of the register of members of the Company	Friday, 20 December 2019
Last day of dealings in the Shares on a cum-entitlements basis.	Friday, 20 December 2019
First day of dealings in the Shares on an ex-entitlements basis	Monday, 23 December 2019
Latest time for lodging transfers of the Shares in order for the transferees to qualify for the Open Offer	4:30 p.m. on Friday, 27 December 2019
Closure of register of members to determine the entitlements to the Open Offer.	From Monday, 30 December 2019 to Friday, 3 January 2020 (both dates inclusive)
Record Date for the Open Offer	Friday, 3 January 2020
Re-opening of the register of members of the Company	Monday, 6 January 2020
Despatch of Prospectus Documents (in the case of the Non-Qualifying Shareholders, the Prospectus only)	Monday, 6 January 2020
Latest Time for Application and payment for the Open Offer Shares	4:00 p.m. on Monday, 20 January 2020
Announcement of the number of the Unsubscribed Shares subject to the Unsubscribed Arrangements	Tuesday, 21 January 2020
Commencement of placing of the Unsubscribed Shares by the Placing Agent, on best effort basis	Wednesday, 22 January 2020
Placing End Date for placing the Unsubscribed Shares	4:00 p.m. on Thursday, 23 January 2020

Events**Date and time**

Latest time for termination of the
Underwriting Agreement by the Underwriter 4:00 p.m. on
Wednesday, 29 January 2020

Open Offer Settlement Date and the
Open Offer becomes unconditional 4:00 p.m. on
Wednesday, 29 January 2020

Announcement of the results of the Open Offer
(including the results of placing of
the Unsubscribed Shares) Wednesday, 29 January 2020

Despatch of certificates for the fully-paid
Open Offer Shares Thursday, 30 January 2020

Despatch of refund cheques if the Open Offer is terminated Thursday, 30 January 2020

First day of dealings in the fully-paid Open Offer Shares 9:00 a.m. on
Friday, 31 January 2020

All times and dates in this announcement refer to Hong Kong local times and dates. Dates or times specified in the expected timetable above are indicative only and may be extended or varied. Any changes to the expected timetable will be published or notified to the Shareholders and the Stock Exchange as and when appropriate.

CLOSURE OF REGISTER OF MEMBERS

Shareholders should note that as a result of the change in the expected timetable:

- (i) the register of members of the Company will be closed from Monday, 16 December 2019 to Thursday, 19 December 2019 (both dates inclusive) for determining the identity of the Shareholders entitled to attend and vote at the EGM;
- (ii) the latest time for lodging transfer of the Shares in order to qualify for attending and voting at the EGM will be 4:30 p.m. on Friday, 13 December 2019;
- (iii) the register of members of the Company will be closed from Monday, 30 December 2019 to Friday, 3 January 2020 (both dates inclusive) for determining entitlements to the Open Offer; and
- (iv) the latest time for lodging transfer of the Shares in order to qualify for the Open Offer will be 4:30 p.m. on Friday, 27 December 2019.

No transfer of Shares will be registered during the above book closure periods.

By order of the Board
Rich Goldman Holdings Limited
Lin Chuen Chow Andy
Chairman

Hong Kong, 29 November 2019

As at the date of this announcement the Board comprises, Mr. Lin Chuen Chow Andy (Chairman) and Miss So Wai Yin as executive directors; Mr. Nicholas J. Niglio as the non-executive director; and Mr. Cheung Yat Hung, Alton, Mr. Yue Fu Wing and Miss Yeung Hoi Ching as the independent non-executive directors.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, that 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.