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CENTURY GINWA RETAIL HOLDINGS LIMITED

世紀金花商業控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 162)

**DELAY IN DESPATCH OF CIRCULAR IN RELATION TO
OFF-MARKET BUY-BACK OF NON-VOTING CONVERTIBLE
PREFERRED SHARES AND
CONNECTED TRANSACTION**

Reference is made to the announcement of Century Ginwa Retail Holdings Limited (the “**Company**”) dated 15 June 2022 (the “**Announcement**”) in relation to, among other things, the Share Buy-back. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those ascribed to them in the Announcement.

As disclosed in the Announcement, a circular (the “**Circular**”) containing, among others, (i) further details of the Agreement and the transactions contemplated thereunder (including the Share Buy-back and the GCX Share Charge); (ii) the letter from the Code IBC giving its recommendation to the Independent Shareholders on the Share Buy-back and the entering into of the GCX Share Charge; (iii) the letter from the Listing Rules IBC giving its recommendation to the Independent Shareholders on the Agreement and the transactions contemplated thereunder (including the Share Buy-back and the GCX Share Charge); (iv) the letter from the Independent Financial Adviser containing its advice to the Code IBC, the Listing Rules IBC and the Independent Shareholders in the same regard; (v) the notice of the SGM and (vi) other information as required under the Listing Rules and the Share Buy-backs Code, will be despatched to the Shareholders on or before 6 July 2022.

As additional time is required to finalise the contents of the Circular (including but not limited to certain financial information of the Group), an application has been made to the Executive pursuant to Rule 8.2 of the Takeovers Code for its consent to extend the deadline for the despatch of the Circular to a date falling on or before 7 September 2022. The Executive has indicated that it is minded to grant such consent.

By order of the Board of
Century Ginwa Retail Holdings Limited
Huang Shunxu
Chairman

Hong Kong, 6 July 2022

As at the date of this announcement, the Board comprises three executive Directors, being Mr. Huang Shunxu, Mr. Qin Chuan and Ms. Wan Qing; two non-executive Directors, being Mr. Li Yang and Mr. Chen Shuai, and three independent non-executive Directors, being Mr. Tsang Kwok Wai, Mr. Ruan Xiaofeng and Ms. Song Hong.

All 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.