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**Shirble Department Store Holdings (China) Limited**  
**歲寶百貨控股(中國)有限公司**  
*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock code: 00312)**

**CLARIFICATION ANNOUNCEMENT**  
**MAJOR TRANSACTION**

**DISPOSAL OF SHARES**  
**IN TFG INTERNATIONAL GROUP LIMITED**

This announcement is made by the board (the “**Board**”) of directors (the “**Directors**”) of Shirble Department Store Holdings (China) Limited (the “**Company**” which, together with its subsidiaries, the “**Group**”). The Board refers to the announcement (the “**First Announcement**”) of the Company dated 29 August 2022 on the disposal (the “**Disposal**”) of 1,320,000,000 shares in TFG International Group Limited for cash consideration of HK\$60,456,000. Unless the context requires otherwise, the capitalised terms used in this announcement shall have the same meanings as defined in the First Announcement.

The Board would like to clarify that as one of the applicable percentage ratios (as defined in the Listing Rules) for the Disposal exceeds 25% but less than 75%, the Disposal constitutes a major transaction (as defined in the Listing Rules) for the Company and is subject to reporting, announcement and shareholders’ approval requirement under Chapter 14 of the Listing Rules.

To the best of the knowledge, information and belief of the Directors, having made all reasonable enquiries, no shareholders of the Company (the “**Shareholders**”) would be required to abstain from voting at the general meeting on the relevant resolutions to approve the resolutions on the Disposal if the Company were to convene an extraordinary general meeting to approve the Disposal. The Company has received a written approval from Shirble Department Store Limited, one of the controlling Shareholders, holding 1,374,167,500 shares of the Company (the “**Shares**”), representing approximately 55.08% of the total number of Shares in issue as at the date of the written Shareholder’s approval, to approve the Disposal. Hence, the Company would not convene a general meeting for the purpose of seeking the approval of the Shareholders on the Disposal pursuant to Rule 14.44 of the Listing Rules. A circular containing, amongst other things, further information on the Disposal and other information is expected to be despatched to the Shareholders on or before 20 September 2022 in compliance with the requirements under the Listing Rules.

Save as stated above, all other information set forth in the First Announcement remains unchanged.

By the order of the Board  
**Shirble Department Store Holdings (China) Limited**  
**YANG Ti Wei**  
*Deputy Chairman, Chief Executive Officer and  
Executive Director*

Hong Kong, 6 September 2022

*As at the date of this announcement, the non-executive Director is Ms. HUANG Xue Rong (Chairlady), the executive Director is Mr. YANG Ti Wei (Deputy Chairman and Chief Executive Officer) and the independent non-executive Directors are Mr. CHEN Fengliang, Mr. JIANG Hongkai and Mr. TSANG Wah Kwong.*