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**DELAY IN DESPATCH OF THE CIRCULAR  
IN RELATION TO  
(I) PROPOSED SHARE CONSOLIDATION;  
(II) PROPOSED CHANGE IN BOARD LOT SIZE;  
(III) PROPOSED RIGHTS ISSUE ON THE BASIS OF  
TWO (2) RIGHTS SHARES FOR EVERY THREE (3) CONSOLIDATED  
SHARES HELD ON THE RECORD DATE;  
(IV) CONNECTED TRANSACTION IN RELATION TO  
THE UNDERWRITING AGREEMENT; AND  
(V) APPLICATION FOR WHITEWASH WAIVER  
AND  
REVISED EXPECTED TIMETABLE**

Reference is made to the announcement of Major Holdings Limited (the “**Company**”) dated 14 December 2023 in relation to, among other things, the Share Consolidation, the Change in Board Lot Size, the Rights Issue, the Placing Agreement, the Underwriting Agreement and the Whitewash Waiver (the “**Announcement**”). Capitalised terms used herein shall have the same meanings as those defined in the Announcement unless the context requires otherwise.

## **DELAY IN DESPATCH OF THE CIRCULAR**

As disclosed in the Announcement, the Circular containing, among other things, (i) further details of the Share Consolidation, the Change in Board Lot Size, the Rights Issue, the Irrevocable Undertaking, the Placing Agreement, the Underwriting Agreement and the transactions contemplated thereunder, and the Whitewash Waiver; (ii) a letter of recommendation from the Independent Board Committee to the Independent Shareholders in respect of the Rights Issue, the Placing Agreement, the Underwriting Agreement and the transactions contemplated thereunder, and the Whitewash waiver; (iii) a letter of advice from the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders on the Rights Issue, the Placing Agreement, the Underwriting Agreement and the transactions contemplated thereunder, and the Whitewash Waiver; and (iv) a notice of the EGM, is expected to be despatched to the Shareholders on or before 4 January 2024.

As more time is required for preparing and finalising the Circular, including but not limited to the financial and other information of the Group, it is expected that the despatch date of the Circular will be postponed to a date on or before 12 January 2024. An application has been made by the Company to the Executive, and the Executive has granted consent under Rule 8.2 of the Takeovers Code to extend the latest time for despatch of the Circular to the Shareholders from 4 January 2024 to a date falling on or before 12 January 2024.

## **SUPPLEMENTAL UNDERWRITING AGREEMENT AND SUPPLEMENTAL PLACING AGREEMENT**

As a result of the delay in despatch of the Circular, on 3 January 2024, (i) the Company and the Underwriter entered into the supplemental agreement to the Underwriting Agreement; and (ii) the Company and the Placing Agent entered into the supplemental agreement to the Placing Agreement, to revise certain dates of the timetable in relation to the proposed Rights Issue.

Save for the revision to the timetable in relation to the Rights Issue, all material terms and conditions of the Underwriting Agreement and the Placing Agreement shall remain in full force and effect.

## REVISED EXPECTED TIMETABLE

Set out below is the revised expected timetable for the implementation of the Share Consolidation and the Rights Issue. All times and dates in this announcement refer to the Hong Kong local times and dates.

Events	Hong Kong Date and Time 2024
Expected despatch date of the Circular, proxy form and notice of the EGM . . . . .	Friday, 12 January
Latest time for lodging transfer documents of the Shares in order to be qualified for attendance and voting at the EGM . . . . .	4:30 p.m. on Monday, 22 January
Closure of register of members of the Company for determining the identity of the Shareholders entitled to attend and vote at the EGM (both days inclusive) . . . . .	Tuesday, 23 January to Monday, 29 January
Latest time for lodging proxy forms for the EGM (not less than 48 hours prior to the time of the EGM). . . . .	12:00 p.m. on Saturday, 27 January
Record date for determining attendance and voting at the EGM. . . . .	Monday, 29 January
Expected date and time of EGM to approve the Share Consolidation, the Rights Issue, the Placing Agreement, the Underwriting Agreement and the Whitewash Waiver . . . . .	12:00 p.m. on Monday, 29 January
Announcement of the poll result of the EGM . . . . .	Monday, 29 January
Register of members of the Company re-opens . . . . .	Tuesday, 30 January

**The following events are conditional on the fulfillment of the conditions for the implementation of the Share Consolidation and the Change in Board Lot Size:**

<b>Events</b>	<b>Hong Kong Date and Time 2024</b>
Effective date of the Share Consolidation . . . . .	Wednesday, 31 January
First day of free exchange of existing share certificates for new share certificates for the Consolidated Shares . . . . .	Wednesday, 31 January
Commencement of dealings in the Consolidated Shares. . . . .	9:00 a.m. on Wednesday, 31 January
Original counter for trading in Existing Shares in board lots of 4,000 Existing Shares (in the form of existing share certificates) temporarily closes . . . . .	9:00 a.m. on Wednesday, 31 January
Temporary counter for trading in the Consolidated Shares in board lots of 400 Consolidated Shares (in the form of existing share certificates) opens . . . . .	9:00 a.m. on Wednesday, 31 January
Last day of dealings in the Consolidated Shares on a cum-rights basis relating to the Rights Issue . . . . .	Wednesday, 31 January
First day of dealings in the Consolidated Shares on an ex-rights basis relating to the Rights Issue . . . . .	Thursday, 1 February
Latest time for the Shareholders to lodge transfer documents of the Consolidated Shares in order to be qualified for the Rights Issue . . . . .	4:30 p.m. on Friday, 2 February
Closure of register of members to determine the eligibility of the Rights Issue (both dates inclusive) . . . . .	Monday, 5 February to Friday, 9 February
Record date for the Rights Issue . . . . .	Friday, 9 February
Register of members of the Company re-opens . . . . .	Wednesday, 14 February
Despatch of the Prospectus Documents (including the PAL and Prospectus) (in case of the Excluded Shareholders, the Prospectus only) . . . . .	Wednesday, 14 February

## Events

**Hong Kong Date and Time  
2024**

Original counter for trading in the Consolidated Shares in board lots of 12,000 Consolidated Shares (in the form of new share certificates) reopens . . . . .	9:00 a.m. on Friday, 16 February
Parallel trading in the Consolidated Shares (in the form of both existing share certificates and new share certificates) commences . . . . .	9:00 a.m. on Friday, 16 February
Designated broker starts to stand in the market to provide matching services for odd lots of the Consolidated Shares and fully-paid Rights Shares . . . . .	9:00 a.m. on Friday, 16 February
First day of dealings in nil-paid Rights Shares . . . . .	Friday, 16 February
Latest time for splitting the PAL . . . . .	4:30 p.m. on Tuesday, 20 February
Last day of dealings in nil-paid Rights Shares . . . . .	Friday, 23 February
Latest time for acceptance of and payment for the Rights Shares . . . . .	4:00 p.m. on Wednesday, 28 February
Latest time for the termination of the Placing Agreement . . . . .	5:00 p.m. on Wednesday, 28 February
Announcement of the number of the Unsubscribed Shares subject to the Unsubscribed Arrangements . . . . .	Thursday, 29 February
Commencement of placing of the Unsubscribed Shares by the Placing Agent, on best effort basis. . . . .	Thursday, 29 February
Placing End Date for placing the Unsubscribed Shares . . . . .	Tuesday, 5 March
Latest time for the termination of the Underwriting Agreement and for the Rights Issue to become unconditional . . . . .	Tuesday, 5 March
Designated broker ceases to stand in the market to provide matching services for odd lots of the Consolidated Share and fully-paid Rights Shares . . . . .	4:00 p.m. on Thursday, 7 March

## Events

**Hong Kong Date and Time  
2024**

- Temporary counter for trading in the  
Consolidated Shares in board lots of  
400 Consolidated Shares (in the form of  
existing share certificates) closes. . . . . 4:10 p.m. on Thursday, 7 March
- Parallel trading in Consolidated Shares  
(represented by both existing share certificates  
and new share certificates) ends . . . . . 4:10 p.m. on Thursday, 7 March
- Announcement of allotment results of the Rights Issue . . . . . Monday, 11 March
- Latest time for free exchange of  
existing share certificates for  
new share certificates . . . . . Monday, 11 March
- Despatch of share certificates for  
fully-paid Rights Shares and refund  
cheques (if the Rights Issue is terminated). . . . . Tuesday, 12 March
- Commencement of dealings in fully-paid Rights Shares . . . . . Wednesday, 13 March

For and on behalf of the Board  
**Major Holdings Limited**  
**CHEUNG Chun To**  
Chairman

Hong Kong, 3 January 2024

*As at the date of this announcement, the executive Director is Mr. Cheung Chun To, the independent non-executive Directors are Mr. Yue Kwai Wa Ken, Mr. Ngai Hoi Ying and Mr. Siu Shing Tak.*

*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.*

\* For identification purpose only