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星悅康旅股份有限公司
Starjoy Wellness and Travel Company Limited
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 3662)

DISPOSAL OF SHARES BY THE SHAREHOLDER

This announcement is made by Starjoy Wellness and Travel Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The board (the “**Board**”) of directors (the “**Directors**”) of the Company has been informed by NanYue StarBridge LPF (the “**Vendor**”), the sole shareholder of the single largest shareholder of the Company, being Best Discovery International Limited (“**Best Discovery**”), that on 25 July 2024, it entered into an agreement (the “**Agreement**”) with Bao Yi LPF (the “**Purchaser**”). In the Agreement, the Vendor has agreed to transfer the entire issued share capital of Best Discovery to the Purchaser (the “**Disposal**”). Best Discovery owns the interest in a total of 217,148,750 shares of the Company, representing 29.90% of the total issued share capital of the Company as at the date of this announcement. Completion of the Disposal took place on the same date of the Agreement. Upon completion of the Disposal, the Vendor shall cease to indirectly hold any interest in the Company and the Purchaser shall become interested in 29.90% of the entire issued share capital of the Company through Best Discovery, which remains as the single largest shareholder of the Company.

The Vendor has further informed the Company that to the best its knowledge, the Purchaser is a limited partnership fund incorporated in Hong Kong, its general partner and limited partner, the companies incorporated under the laws of Hong Kong and British Virgin Islands respectively, and their respective ultimate beneficial owner(s) are third parties independent of and not connected with the Company and its connected persons (as defined in the Listing Rules).

The Board does not expect that the Disposal will have any adverse effect on the business operations of the Group.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in securities of the Company.

By the order of the Board
Starjoy Wellness and Travel Company Limited
Wang Jiren
Chairman

Hong Kong, 26 July 2024

As at the date of this announcement, the executive Directors are Mr. Wang Jiren and Ms. Liang Jinrong; the non-executive Directors are Mr. Ruan Yongxi, Mr. Zhu Yunfan and Ms. Jiang Nan; and the independent non-executive Directors are Mr. Hung Ka Hai Clement, Dr. Li Zijun and Mr. Wang Shao.