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Sterling Group Holdings Limited

美臻集團控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1825)

ISSUANCE OF DEMAND LETTERS

References are made to the announcements of the Company dated 24 November 2023 and 3 June 2024 (the “**Announcements**”), in relation to, among others, the making of the Santai Advances, the continuing connected transaction, the connected transaction, the major transaction and the discloseable and connected transactions. Capitalised terms used herein, unless otherwise defined, shall have the same meanings as those defined in the Announcements.

As disclosed in the Announcements, the Company is in discussion with Santai and JPO to finalise the key terms of the Loan Agreement, the Agreement and the Second Agreement. As at the date of this announcement, the Company has agreed the key terms of the Loan Agreement, the Agreement and the Second Agreement with Santai and JPO, however, the agreement for charging a fee for the personal guarantees of Ms. Wong Mei Wai Alice (“**Ms. Wong**”) up to the maximum amount of approximately HK\$121 million as at 29 July 2024 and a collateral of 2 office floors beneficially owned by Ms. Wong (with the value of approximately HK\$120 million based on a valuation as at 31 March 2023) in support of the Company’s bank facilities has yet to be finalized. The board (the “**Board**”) of directors of the Company announces that (i) on 25 July 2024, the Company issued a demand letter to JPO for the repayment of an outstanding balance of approximately US\$3,783,000 (including the advance amounting US\$1,012,811) to the Group; and (ii) on 26 July 2024, the Company issued a demand letter to Santai for the repayment of an outstanding balance of US\$18,080,000 (including the advance amounting US\$3,200,000) to the Group.

As at the date of this announcement, the Company has yet to receive any replies from JPO or Santai and the Company will continue to actively liaise with Santai and JPO for the repayment and the entering into of the Loan Agreement, the Agreement and the Second Agreement. Further announcement(s) will be made by the Company in relation to the developments of the abovementioned demands and the entering into of the Loan Agreement, the Agreement and the Second Agreement as and when appropriate.

By order of the Board
Sterling Group Holdings Limited
美臻集團控股有限公司*
Wong Mei Wai Alice
*Chairperson, Executive Director
and Chief Executive Officer*

Hong Kong, 29 July 2024

As at the date of this announcement, Ms. Wong Mei Wai Alice is the executive Director and Chairperson, Mr. Siu Yik Ming, Mr. Chung Sam Kwok Wai, Mr. Leung Ka Wai and Mr. Ma Jian are the executive Directors, Ms. Zhang Lingling and Mr. Chow Yun Cheung are the independent non-executive Directors.

* For identification purpose only