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AM GROUP HOLDINGS LIMITED

秀商時代控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1849)

INSIDE INFORMATION

DELAY IN PUBLICATION OF THE 2024 ANNUAL RESULTS; POSSIBLE DELAY IN DESPATCH OF THE 2024 ANNUAL REPORT; POSTPONEMENT OF BOARD MEETING; AND SUSPENSION OF TRADING

This announcement is made by the board (the “**Board**”) of directors (the “**Directors**”) of AM Group Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rules 13.09(2)(a) and 13.49(3) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to (i) the announcement of the Company dated 23 September 2024 (the “**Possible Delay Announcement**”) regarding, among other things, the possible delay in publication of the 2024 Annual Results; (ii) the Company’s announcement dated 24 September 2024 in relation to trading halt of the Company’s shares (the “**Shares**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) pending release of an announcement in relation to inside information of the Company; (iii) the Company’s announcement dated 24 September 2024 in relation to inside information; and (iv) the Company’s announcement dated 25 September 2024 in relation to the continued suspension of trading in the Shares.

Unless otherwise specified, terms used in this announcement shall have the meanings as defined in the Possible Delay Announcement.

DELAY IN PUBLICATION OF THE 2024 ANNUAL RESULTS

The Board wishes to inform the Shareholders that there is a delay in publication of the 2024 Annual Results as the Company is still in the process of collecting and collating the necessary information and documents from its subsidiaries as required by the Auditor to

complete the auditing process (due to the Auditor's limited access of books and records of all of the Company's subsidiaries in the People's Republic of China), and hence additional time is required for the Company to prepare the 2024 Annual Results.

The Company is working closely with the applicable subsidiaries and the Auditor to provide all requisite information and documents to complete the audit procedures as soon as possible. However, the expected date of the publication of the 2024 Annual Results will need to be further discussed and determined with the Auditor and will be announced as and when appropriate.

Pursuant to Rule 13.49(1) of the Listing Rules, the Company is required to publish the 2024 Annual Results not later than three months after the end of the financial year (i.e. on or before 30 September 2024). In light of the aforementioned circumstances, the Company is unable to publish the 2024 Annual Results on or before 30 September 2024, as required by the Listing Rules.

Pursuant to Rule 13.49(3) of the Listing Rules, if the Company is unable to publish the 2024 Annual Results within the prescribed timeframe, it must announce its results prepared based on the financial results which have yet to be agreed upon with the auditors (so far as such information is available). The Board, after due and careful consideration, is of the view that it would not be appropriate for the Company to publish the unaudited management accounts of the Group for the year ended 30 June 2024 at this stage as they may not accurately reflect the financial performance and/or position of the Group and the publication of the unaudited management accounts could cause confusion and may be misleading to the Shareholders and potential investors of the Company. For the above reasons, as at the date of this announcement, the audit committee of the Board is not able to review the 2024 Annual Results.

POSSIBLE DELAY IN DESPATCH OF 2024 ANNUAL REPORT

Pursuant to Rule 13.46(2) of the Listing Rules, the Company is required to despatch the 2024 Annual Report to the Shareholders no later than four months after the end of the financial year (i.e. on or before 31 October 2024). Due to the possible delay in the publication of the 2024 Annual Results, it is expected that there may be a possible delay in the despatch of the 2024 Annual Report.

The possible delay in despatch of the 2024 Annual Report, if materialised, will constitute a non-compliance with Rule 13.46(2) of the Listing Rules. The expected date of despatch of the 2024 Annual Report will be announced as and when appropriate.

POSTPONEMENT OF BOARD MEETING

The Board announces that due to the delay in publication of the 2024 Annual Results, the Board Meeting for the purpose of considering and approving, among others, the 2024 Annual Results will be postponed and the Company will publish further announcement to inform its shareholders on the date of the relevant Board Meeting as and when appropriate.

SUSPENSION OF TRADING

Furthermore, pursuant to Rule 13.50 of the Listing Rules, if the issuer fails to publish periodic financial information in accordance with the Listing Rules, the Stock Exchange will normally request suspension of trading in the issuer's securities and the suspension will normally continue until the issuer publishes an announcement containing the requisite financial information.

At the request of the Company, trading in the Shares has been suspended with effect from 9:00 a.m. on Tuesday, 24 September 2024, and remains suspended pending release of an announcement in relation to inside information of the Company and the publication of the 2024 Annual Results.

The Board will make further announcement(s) as and when appropriate to inform the Shareholders of any updates in respect of (i) the publication of the 2024 Annual Results; (ii) the despatch of the 2024 Annual Report; and (iii) the date of the Board Meeting.

The Shareholders and potential investors should exercise caution when dealing in the securities of the Company.

For and on behalf of
AM Group Holdings Limited
Teo Li Lian

Co-Chairlady, Executive Director and Chief Executive Officer

Hong Kong, 30 September 2024

As at the date of this announcement, the Board comprises three Executive Directors, namely Ms. Teo Li Lian (Co-Chairlady and Chief Executive Officer), Mr. Teo Kuo Liang and Mr. Mu Lei (Co-Chairman); and three Independent Non-executive Directors, namely Mr. Tan Kia Jing, Mr. Lee Shy Tsong and Ms. Zhang Hong.