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SITOIY GROUP HOLDINGS LIMITED

時代集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1023)

VOLUNTARY ANNOUNCEMENT – SHARE REPURCHASE

This announcement is made by Sitoy Group Holdings Limited (the “**Company**”) on a voluntary basis.

Reference is made to (i) the circular of the Company dated 13 October 2017 in relation to, among other things, the grant of the mandate (the “**2017 Share Repurchase Mandate**”) to the directors of the Company (the “**Directors**”) to repurchase the shares of the Company (the “**Shares**”); and (ii) the announcement of the Company dated 13 November 2017 in relation to, among other things, the approval of the grant of the 2017 Share Repurchase Mandate by the shareholders of the Company (the “**Shareholders**”).

The Company has applied for, and the Securities and Futures Commission has granted, a waiver pursuant to Note 6 to Rule 26.1 of the Codes of Takeovers and Mergers and Share Buy-Backs of the obligation on the part of Mr. Yeung Michael Wah Keung, who holds 437,720,000 Shares (representing approximately 43.71% of the total issued Shares) as that the date of this announcement, to make a general offer for the Shares which may otherwise arise as a result of the exercise of the 2017 Share Repurchase Mandate (whether in full or to a lesser extent) by the Company.

Shareholders should be aware that the Company may or may not make further share repurchases under the 2017 Share Repurchase Mandate, as repurchases of Shares will only be made where the Directors believe that such repurchases would be in the interest of the Company and the Shareholders as a whole. The timing of such repurchases, the number of Shares to be repurchased, the repurchase price and other terms upon which the Shares are to be repurchased will be decided by the Directors at the relevant time having regard to the prevailing circumstances.

By order of the Board
Sitoy Group Holdings Limited
Yeung Michael Wah Keung
Chairman

Hong Kong, 2 October 2018

As at the date of this announcement, the executive Directors are Mr. Yeung Michael Wah Keung, Mr. Yeung Wo Fai, Mr. Yeung Andrew Kin and Mr. Lau Kin Shing, Charles; and the independent non-executive Directors are Mr. Yeung Chi Tat, Mr. Kwan Po Chuen, Vincent and Mr. Lung Hung Cheuk.