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**恆泰裕集團控股有限公司**  
**HANG TAI YUE GROUP HOLDINGS LIMITED**

*(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)*

**(Stock Code: 8081)**

**(1) VERY SUBSTANTIAL DISPOSAL AND  
CONNECTED TRANSACTION:  
DISPOSAL OF 51.46% OF THE EQUITY INTEREST IN ZHIQU  
IN RETURN FOR CONSIDERATION SHARES IN THE  
PURCHASER AND CASH PAYMENT  
AND  
(2) MAJOR TRANSACTION:  
ACQUISITION OF EQUITY INTERESTS IN THE PURCHASER –  
UPDATE ON ADJUSTMENT OF CONSIDERATION**

Reference is made to the announcements of Hang Tai Yue Group Holdings Limited (“**Company**”, together with its subsidiaries, “**Group**”) dated 8 December 2015, 11 January 2016, 29 February 2016, 20 May 2016, 5 July 2016, 5 September 2016, 7 September 2016, 31 August 2017, 14 December 2018, 15 March 2019, 9 April 2019 and 29 April 2019 and the circular of the Company dated 11 February 2016 (“**Circular**”), in relation to, among other matters, the disposal of the Group’s interest in 上海智趣廣告有限公司 (in English for identification purpose only, Shanghai Zhiqu Advertisement Co., Ltd., “**Zhiqu**”). Capitalised terms used herein shall have the same meanings as those defined in the Circular unless otherwise specified.

The Board announces that according to the announcement of the Purchaser dated 8 November 2019, based on the Special Audit Report in respect of the Audited NOP of Zhiqu for FY 2018, the Audited NOP of Zhiqu for FY 2018 amounted to RMB7,701,500, which is less than the 2018 Target NOP of Zhiqu (i.e.RMB98,020,000). As at the date of this announcement, the Group has not been informed of any compensation required to be paid by it to the Purchaser in respect of the Audited NOP of Zhiqu for FY 2018. The Company will keep the shareholders of the Company and potential investors informed of any further material developments in connection with the above matter by way of further announcement(s) as and when appropriate.

On behalf of the Board  
**Hang Tai Yue Group Holdings Limited**  
**Hui Chun Sum**  
*Chairman*

8 November 2019

*As at the date of this announcement, the Board comprises (i) three executive Directors, namely Mr. Hui Chun Sum, Ms. Lam Ching Yee and Ms. Pauline Lam; and (ii) three independent non-executive Directors, namely Mr. Wong Siu Keung, Joe, Mr. Lee King Fui and Mr. Ho Kin Wai.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the “Latest Company Announcements” page of the GEM website at <http://www.hkgem.com> for a minimum period of seven days from the date of publication and on the website of the Company at <http://www.hangtaiyue.com>.*