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中達集團控股有限公司

CENTRAL WEALTH GROUP HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 139)

PROPOSED ISSUE OF BONDS

This is a voluntary announcement made by Central Wealth Group Holdings Limited (the “**Company**”), together with its subsidiaries, the “**Group**”).

The Company is pleased to announce that it proposes to issue the Bonds to investors which are Independent Third Parties. None of the Bonds will be offered to the public in Hong Kong or be placed to connected persons of the Company. As at the date of this announcement, the final terms and conditions of the Bonds have yet to be determined. The final terms and conditions of the Bonds will be determined by the Board subject to market conditions and investors’ interests. The indicative principal terms of the Bonds are set out below and are subject to change.

Issuer:	The Company
Issue size of the Bonds:	The aggregate principal amount of the Bonds proposed to be issued will not exceed HK\$1 billion (subject to the capital requirement of the Company and the prevailing market conditions at the time of issuance)
Issue method:	The Bonds will be privately placed to Independent Third Parties not connected with the Company and its connected person and may be issued in one or more tranches
Maturity date:	Not exceeding three years (inclusive of the third year) and which may have single maturity period or various maturity periods. The specific maturity period and structure of the Corporate Bonds will be determined by the Board and according to the prevailing market conditions at the time of issuance

Coupon:	Coupon rate will be determined by the Board according to market conditions prevailing at the time of issuance. Such rate will also be disclosed in the issuance documents at the time of issuance
Status of the Bonds:	The Bonds will constitute direct and unsecured obligations of the Company and shall rank pari passu among themselves
Non-listing:	The Bonds will not be listed on the Stock Exchange or any other stock exchange

The Company may, from time to time, enter into certain agreement(s) and/or document(s) in connection with the proposed offering and issue of the Bonds. Further announcement(s) in respect of the proposed issue of the Bonds will be made by the Company as and when appropriate.

The proceeds from the proposed issue of the Bonds are intended to finance the sales of new energy vehicles and for general working capital.

As no binding agreement in relation to the proposed issue of the Bonds has been entered into as at the date of this announcement, the proposed issue of the Bonds may or may not materialise. Investors and shareholders of the Company are urged to exercise caution when dealing in the securities of the Company. Further announcement(s) in respect of the Bonds will be made by the Company as and when appropriate.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions shall have the following meanings:

“Board”	board of Directors
“Bonds”	Bonds proposed to be issued by the Company
“Company”	Central Wealth Group Holdings Limited, a company incorporated in Bermuda with limited liability and the issued Shares are listed on the Stock Exchange
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Directors”	director(s) (including the independent non-executive directors) of the Company
“Group”	the Company and its subsidiaries
“Hong Kong”	Hong Kong Special Administrative Region of the PRC
“Independent Third Party(ies)”	a third party/third parties which is/are independent of and not connected with the Company and its connected persons and not a connected person of the Company

“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“HK\$”	Hong Kong dollar(s), the lawful currency of Hong Kong

By order of the Board
Central Wealth Group Holdings Limited
Lo Siu Kit
Chairman

Hong Kong, 13 May 2024

As at the date of this announcement, the Board comprises the following Directors:

Executive Directors

Mr. Lo Siu Kit (*Chairman*)
Mr. Chen Xiaodong (*Vice Chairman*)
Mr. Li Jing (*Chief Executive Officer*)
Mr. Yu Qingrui
Ms. Song Caini
Mr. Chen Hongjin

Independent non-executive Directors

Mr. Kwok Chi Kwong
Mr. Wu Ming
Ms. Li Meifeng