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GRACE  
VINEYARD

怡園酒莊

**Grace Wine Holdings Limited**

**怡園酒業控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8146)**

**UPDATE ON VERY SUBSTANTIAL DISPOSALS  
AND CONNECTED TRANSACTIONS IN RELATION TO  
THE PACIFIC SURPLUS DISPOSAL AND  
THE EPIC WEALTH DISPOSAL**

**NOTICE OF RECORD DATE AND  
SPECIAL DIVIDEND PAYMENT DATE**

References are made to (i) the announcement of Grace Wine Holdings Limited (the “**Company**”) dated 5 December 2024 and the circular of the Company dated 24 January 2025 (the “**Circular**”) in relation to, among others, the Pacific Surplus Disposal and the Epic Wealth Disposal, and (ii) the announcement of the Company dated 19 February 2025 in relation to the poll results of the EGM (the “**Poll Results Announcement**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

**UPDATE ON THE PACIFIC SURPLUS DISPOSAL AND THE EPIC WEALTH DISPOSAL**

The Board is pleased to announce that as at the date of this announcement, the Guarantee Releases have been completed and that all the conditions precedent as set out in the Pacific Surplus Agreements and the Epic Wealth Agreements have been fulfilled (other than the representations, warranties, agreements and undertakings under the respective agreements being true, accurate and complete in all material respects and not misleading as of the date of the Pacific Surplus Completion and the Epic Wealth Completion, respectively). As such, it is expected that the Pacific Surplus Completion and the Epic Wealth Completion will take place on or about 28 March 2025.

Upon the Pacific Surplus Completion, the Pacific Surplus Group will cease to be subsidiaries of the Company, and the financial results of the Pacific Surplus Group will cease to be consolidated in the financial statements of the Group. Upon the Epic Wealth Completion, the Company will hold 70% of the total issued shares of Epic Wealth. As such, the companies comprising the Epic Wealth Group will remain subsidiaries of the Company, and the financial results of the Epic Wealth Group will continue to be consolidated in the financial statements of the Group.

As the Guarantee Releases have been completed and Shanxi Grace Vineyard no longer provides any guarantee under the Project Loan Guarantee and the Credit Line Guarantee for Fujian Dexi, the Deed of Indemnity and the Share Pledge Agreement have not been entered into amongst the relevant parties in accordance with the terms of the Pacific Surplus Agreements.

#### **NOTICE OF RECORD DATE AND SPECIAL DIVIDEND PAYMENT DATE**

As announced in the Poll Results Announcement, the Independent Shareholders have approved the declaration and payment of the Pacific Surplus Special Dividend and the Epic Wealth Special Dividend. The Board is pleased to announce that, conditional upon the Pacific Surplus Completion and the Epic Wealth Completion taking place on or about 28 March 2025, the Special Dividends will be paid on Friday, 9 May 2025, to the Shareholders whose names shall appear on the register of members of the Company on Friday, 11 April 2025 (close of business).

The branch register of members of the Company in Hong Kong will be closed between Thursday, 10 April 2025 and Friday, 11 April 2025 (both days inclusive), during which period no transfer of Shares will be registered in Hong Kong. In order to determine Shareholders' entitlements to the Special Dividends, all Share transfers accompanied by the relevant Share certificates, must be lodged with the Company's Hong Kong branch share registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong no later than 4:30 p.m. on Wednesday, 9 April 2025.

**As each of the Pacific Surplus Special Dividend and the Epic Wealth Special Dividend will be subject to the requisite conditions including the Pacific Surplus Completion and the Epic Wealth Completion, respectively, have taken place, the Pacific Surplus Special Dividend and the Epic Wealth Special Dividend may or may not be declared and paid. Shareholders and potential investors are advised to exercise caution when dealing in the Shares.**

By order of the Board  
**Grace Wine Holdings Limited**  
**Judy Chan**

*Chairlady, Chief Executive Officer and Executive Director*

Hong Kong, 24 March 2025

*As at the date of this announcement, the Board comprises Ms. Judy Chan as the executive Director; Mr. Chow Christer Ho, Dr. Cheung Chai Hong and Mr. James Douglas Richard Field as the non-executive Directors; and Mr. Ho Kent Ching-tak, Mr. Lim Leung Yau Edwin and Mr. Alec Peter Tracy as the independent non-executive Directors.*

*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 Listed Company Information” page of the website of The Stock Exchange of Hong Kong Limited at [www.hkexnews.hk](http://www.hkexnews.hk) for at least 7 days from the day of publication. This announcement will also be published on the Company’s website at [www.gracewine.com.hk](http://www.gracewine.com.hk).*