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WT GROUP HOLDINGS LIMITED

WT 集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8422)

DISPOSAL OF SHARES BY THE CONTROLLING SHAREHOLDER

This announcement is made by WT Group Holdings Limited (the “**Company**”) pursuant to Rule 17.10 of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (the “**GEM Listing Rules**”) and the Inside Information Provisions (as defined in the GEM Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong) (the “**SFO**”).

The board (the “**Board**”) of directors of the Company (the “**Directors**”) has been informed by Talent Gain Ventures Limited (“**Talent Gain**”), that on 8 April 2019, 9 April 2019 and 10 April 2019, it has disposed in aggregate 26,400,000 shares of the Company (the “**Shares**”) on the Stock Exchange, representing 2.64% of the issued share capital of the Company (the “**Disposals**”).

Immediately before the Disposals, Talent Gain held 675,000,000 Shares, representing 67.50% of the issued share capital of the Company. Immediately after the Disposals, Talent Gain holds 648,600,000 Shares, representing 64.86% of the issued share capital of the Company and shall remain as a controlling shareholder of the Company (as defined in the GEM Listing Rules) (the “**Controlling Shareholder(s)**”).

Talent Gain is an investment holding company incorporated in the British Virgin Islands. It was owned as to 34% by Mr. Kung Cheung Fai Patrick (“**Mr. Kung**”), 33% by Mr. Yip Shiu Ching (“**Mr. Yip**”) and 33% by Mr. Kam Kin Bun (“**Mr. Kam**”), who are the executive Directors and the ultimate Controlling Shareholders of the Company. Pursuant to a concert party deed dated 18 July 2017, Mr. Kung, Mr. Yip and Mr. Kam are acting in concert (having the meaning ascribed thereto under the Codes on Takeovers and Mergers and Share Buy-backs) with one another and each of them is deemed to exercise or control the exercise of the voting power of Talent Gain at general meetings of the Company, and is therefore deemed to be interested in the Shares which Talent Gain is interested under the SFO.

By order of the Board
WT Group Holdings Limited
Yip Shiu Ching
Chairman and Executive Director

Hong Kong, 10 April 2019

As at the date of this announcement, the Board comprises Mr. Yip Shiu Ching (Chairman), Mr. Kung Cheung Fai Patrick, Mr. Kam Kin Bun and Ms. Du Juan as executive Directors; Mr. Leung Chi Hung, Ms. Wong Lai Na and Ms. Hung Siu Woon Pauline as 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 GEM website at www.hkgem.com for at least 7 days from the date of its publication and on the Company’s website at www.wtgholdings.com.

This announcement is prepared in English language and translated into Chinese. In the event of any inconsistencies between the Chinese and the English version, the latter shall prevail.