

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

WT GROUP HOLDINGS LIMITED

WT 集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8422)

ADOPTION OF DIVIDEND POLICY

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

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that it has approved and adopted a dividend policy on 1 August 2019 (the “**Dividend Policy**”) with immediate effect.

It is the policy of the Board, in considering the declaration and payment of dividends, to allow shareholders of the Company to participate in the Company’s profits whilst preserving the Company’s liquidity to capture future growth opportunities. The Company does not have any pre-determined dividend payout ratio.

In deciding whether to propose a dividend and in determining the dividend amount, the Board shall consider the following factors before declaring or recommending dividends:

- (a) the Company’s actual and expected financial performance;
- (b) retained earnings and distributable reserves of the Company and each of the subsidiaries of the Group;
- (c) the Group’s working capital and capital expenditure requirements as well as future business and expansion plans;
- (d) the Group’s liquidity position;
- (e) general economic conditions, business cycle of the Group’s business and other internal or external factors that may have an impact on the business or financial performance and position of the Group;
- (f) restrictions under the Cayman Islands laws and the Company’s memorandum and articles of association; and
- (g) other factors that the Board considers relevant.

The declaration and payment of dividend is also subject to any restrictions under the Companies Law of the Cayman Islands and the memorandum and articles of association of the Company, and any other applicable laws and regulations.

The Board will continually review the Dividend Policy without guaranteeing that dividends will be paid in any amount for any given period.

The Dividend Policy shall in no way constitute a legally binding commitment of the Company that dividends will be paid in any particular amount and shall in no way obligate the Company to recommend, declare or pay any dividend at any time or from time to time.

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

Hong Kong, 1 August 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.