



VICTORY GROUP LIMITED

(Incorporated in Bermuda with limited liability)

CONSEQUENCES TO THE SHAREHOLDERS AFTER CANCELLATION OF LISTING

References is made to the announcements of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) dated 7 February 2022 in relation to cancellation of the listing of the shares of Victory Group Limited (the “**Company**”) on the Stock Exchange with effect from 9:00 a.m. on 10 February 2022 (the “**Cancellation**”).

CONSEQUENCES TO THE SHAREHOLDERS

Shareholders of the Company (“Shareholders”) and investors should note that with effect from the Cancellation, whilst the share certificates of the Company’s shares (“Share(s)”) will remain valid, the Shares will not be listed on, and will not be tradeable on the Stock Exchange. Accordingly, there will be no public market for the trading of the Shares and the Company will no longer be subject to the Rules Governing the Listing of Securities on the Stock Exchange.

Due to the Cancellation, all Shares currently registered with HKSCC Nominees Limited would have to be removed and registered in the names of the beneficial owners or other nominees. For those Shareholders or investors who wish to register their Shares in their own names, they must lodge completed transfer documents accompanied by the relevant share certificates with the Company’s Hong Kong branch share registrar, Tricor Tengis Limited (“**Tricor**”) at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong.

While the Company intends to maintain the Hong Kong branch register of members by Tricor until further notice to Shareholders, the Company would encourage Shareholders/investors of the Company/unregistered holders of the Shares, to register their Shares in their own names as soon as possible, if they have not yet done so, because the Company may consider to close its branch share register of members in Hong Kong (“**Hong Kong Register**”) permanently sometime later in future. And if so, all of the Shares entered on the Hong Kong Register will be removed and transferred to the Company’s principal share register at Bermuda (the “**Bermuda Principal Register**”). After the close of the Hong Kong Register, all transfers of Share(s) will take place on the Bermuda Principal Register only. Advance notice would be given by the Company to its registered Shareholders should the Company decide to close the Hong Kong Register permanently.

Shareholders who have any queries about the implications of the cancellation of the Company’s listing are advised to obtain appropriate professional advice.

By order of the Board
Victory Group Limited
Chan Chun Choi
Chairman and Managing Director

Hong Kong, 10 February 2022