

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.



Evershine Group Holdings Limited

永耀集團控股有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 8022)

CLARIFICATION ANNOUNCEMENT

Reference is made to the announcements of the Company dated 16 May 2016, 3 June 2016, 21 June 2018, 28 June 2018 and 3 December 2018 (the “**Announcements**”) in relation to the Subscription of the Convertible Notes by the Subscriber and completion of the Subscription. Unless the context requires otherwise, capitalised terms used herein shall bear the same meanings as defined in the Announcements.

The Convertible Notes in the principal amount of HK\$30,000,000 has become due on 3 December 2018. On 3 December 2018, the Company and the Subscriber entered into of the extension agreement (the “**Extension Agreement**”) that the Company and the Subscriber will extend the Maturity Date of the Convertible Notes up to and including 3 June 2019. Since the initial conversion price of HK\$0.40 per Conversion Share represents a discount of more than 20% of the benchmarked price under Rule 17.42C of the GEM Listing Rules, the Convertible Notes shall no longer be convertible into Shares after 3 December 2018 and the Convertible Notes will be treated as an indebtedness of the Company.

Both parties are now in the process of arm’s length negotiations and further announcement(s) will be made as and when appropriate.

By Order of the Board
Evershine Group Holdings Limited
Hung Tat Chi Alan
Executive Director

Hong Kong, 4 December 2018

As of the date hereof, the executive Directors are Mr. Hung Tat Chi Alan and Mr. Ling Ko Yin Jason; the non-executive Director is Mr. Chan Wai Kit; and the independent non-executive Directors are Ms. Choy So Yuk, BBS, JP, Ms. Lam Yuk Ying Elsa and Mr. Leung Man Chun.

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 Company Announcements” page of the GEM website at www.hkgem.com for at least seven days from the date of its publication and on the website of the Company at <http://www.evershinegroup.com.hk>.