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CW GROUP HOLDINGS LIMITED

創達科技控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1322)

VOLUNTARY ANNOUNCEMENT IN RESPECT OF THE ENTERING INTO OF A TERM SHEET

This is a voluntary announcement made by CW Group Holdings Limited (the “**Company**”, together with its subsidiaries the “**Group**”).

The board (the “**Board**”) of directors (the “**Directors**”) of the Company wishes to inform the shareholders and potential investors of the Company that, on 13 July 2018, the Company and an independent third party (the “**Investor**”) entered into a non legally-binding term sheet (the “**Term Sheet**”) in relation to the proposed purchase by the Investor of the existing bank borrowings of the Group. According to the Term Sheet, the Investor offered to purchase 100% of the existing outstanding bank borrowings of the Group after those bank borrowings have been restructured into a term loan. The terms of such proposed purchase and term loan will be subject to the terms and conditions to be set out in a definitive agreement(s), to be entered into between the Company and the Investor. As at the date of this announcement, no definitive agreement(s) has been entered into by the Company in relation to the above arrangement.

The Company will make further announcement(s) in accordance with the Listing Rules as and when necessary in relation to any material developments in relation to the matters disclosed in this announcement.

CONTINUED SUSPENSION OF TRADING

At the request of the Company, trading in the shares of the Company on the Stock Exchange has been halted with effect from 3:22 p.m. on 11 July 2018. Trading in the shares will remain suspended until further notice.

By Order of the Board
CW Group Holdings Limited
Wong Koon Lup
Chairman and Chief Executive Officer

Hong Kong, 17 July 2018

As at the date of this announcement, the executive Directors are Mr. WONG Koon Lup, Mr. WONG Mun Sum and Mr. LEE Tiang Soon; the non-executive Director is Mr. Zhang Bing Cheng and the independent non-executive Directors are Mr. KUAN Cheng Tuck, Mr. ONG Su Aun, Jeffrey (alias Mr. WANG Ci’An, Jeffrey) and Mr. LIU Ji.