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AM GROUP HOLDINGS LIMITED

創世紀集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1849)

DISPOSAL OF SHARES BY CONTROLLING SHAREHOLDER

This announcement is made by AM Group Holdings Limited (the “**Company**”) pursuant to Rule 13.09(2)(a) of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The board of directors of the Company (the “**Directors**” and the “**Board**”, respectively) has been informed by Aactiva Media Investment Limited (“**AMI**”), the controlling shareholder (as defined in the Listing Rules) of the Company (hereinafter referred to as the “**Controlling Shareholder**”) that on 23 July 2020, AMI had, through a placing agent, disposed of an aggregate of 50,000,000 shares in the Company (the “**Shares**”), to six places at a total consideration of approximately HK\$19,000,000 (the “**Disposal**”). The Board is not aware of the identities of the counterparties of the Disposal or their respective principal business activities. According to the placing agent, each of the places had confirmed that he/she/it is independent of and not connected with the Company.

AMI is beneficially owned by Ms. Teo Li Lian (being an executive Director and the chairlady of the Board) and Mr. Teo Kuo Liang (being an executive Director) as to approximately 50% and 50%, respectively. Prior to completion of the Disposal, AMI directly held 500,000,000 Shares, representing 62.5% of the total issued share capital of the Company. Immediately following the Disposal and as at the date of this announcement, AMI holds 450,000,000 Shares, representing 56.25% of the total issued share capital of the Company, and AMI remains as the Controlling Shareholder.

The Company does not expect that the Disposal will have any adverse effect on the operations of the Company and its subsidiaries.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Shares.

By order of the Board
AM Group Holdings Limited
Teo Li Lian

Chairlady, Executive Director and Chief Executive Officer

Hong Kong, 24 July 2020

As at the date of this announcement, the Board comprises two Executive Directors, namely Ms. Teo Li Lian (Chairlady and Chief Executive Officer) and Mr. Teo Kuo Liang; and three Independent Non-executive Directors, namely Mr. Chung Kwok Hoe, Mr. Tan Eng Ann and Mr. Lee Shy Tsong.