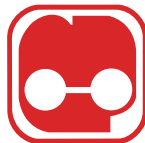


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佳寧娜集團控股有限公司

CARRIANNA GROUP HOLDINGS COMPANY LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 00126)

**DESPATCH OF CIRCULAR IN RELATION TO
(1) CONNECTED TRANSACTION IN RELATION TO THE
SUBSCRIPTION OF SHARES UNDER SPECIFIC MANDATE;
(2) APPLICATION FOR WHITEWASH WAIVER;
(3) RE-ELECTION OF DIRECTOR; AND
(4) NOTICE OF SGM**

Reference is made to the announcement of Carrianna Group Holdings Company Limited (the “**Company**”) dated 8 March 2021 in relation to, among other things, the Shares Subscription, the Specific Mandate and the Whitewash Waiver (the “**Announcement**”) and the announcements of the Company dated 29 March 2021 and 19 April 2021 in relation to the delay in despatch of the Circular (the “**Delay in Despatch Announcements**”). Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Announcement and the Delay in Despatch Announcements.

The Board is pleased to announce that the circular (the “**Circular**”) containing, among other things, (i) further details of the Shares Subscription Agreement (including the Specific Mandate); (ii) the Whitewash Waiver; (iii) recommendation of the IBC to the Independent Shareholders; (iv) the letter of advice from the IFA to the IBC and the Independent Shareholders in relation to the Shares Subscription Agreement, the Specific Mandate and the Whitewash Waiver; (v) the valuation report of the properties of the Group prepared in compliance with Chapter 5 of the Listing Rules and Rule 11 of the Takeovers Code; (vi) details of the Director proposed to be re-elected at the SGM; and (vii) a notice of the SGM, has been despatched to the Shareholders on 10 May 2021.

Shareholders are advised to read carefully the contents of the Circular, in particular, the recommendation of the IBC, the letter of advice from the IFA to the IBC and the Independent Shareholders, and the additional information set out in the Circular.

The Board strongly advises the Independent Shareholders to read each of these letters and the appendices before reaching a decision in respect of the resolutions to be proposed at the SGM to be convened and held at 26/F., Wyler Centre, Phase II, 200 Tai Lin Pai Road, Kwai Chung, New Territories, Hong Kong at 11:00 a.m. on Tuesday, 1 June 2021.

For and on behalf of the Board
Carrianna Group Holdings Company Limited
Dr. Ma Kai Yum
Chairman

Hong Kong, 10 May 2021

As at the date of this announcement, the Board comprises Mr. Ma Kai Cheung (Honorary Chairman), Mr. Ma Kai Yum (Chairman), Mr. Ma Hung Ming, John (Vice-chairman), Mr. Liang Rui and Mr. Chan Francis Ping Kuen as executive Directors; and Mr. Lo Ming Chi, Charles, Mr. Lo Man Kit, Sam and Mr. Wong See King as independent non-executive Directors.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.