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## **Asia Grocery Distribution Limited**

**亞洲雜貨有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 8413)**

### **DISPOSAL OF SHARES BY THE CONTROLLING SHAREHOLDER**

This announcement is made by Asia Grocery Distribution Limited (the “**Company**”) pursuant to Rule 17.10 of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”) and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

The board of directors (the “**Directors**”) of the Company (the “**Board**”) has been informed by Sky Alpha Investments Limited (a controlling shareholder (as defined in the GEM Listing Rules) of the Company) (“**Sky Alpha**”) that on 10 January 2018, the Controlling Shareholder had completed the disposal of (the “**Disposal**”) 170,000,000 shares (the “**Disposed Shares**”) in the Company (the “**Shares**”) off the market. Sky Alpha is a company incorporated in the British Virgin Island and is owned by Mr. Wong Siu Man, Mr. Wong Siu Wa and Glory Concord Limited. Each of Mr. Wong Siu Man and Mr. Wong Siu Wa is an executive Director and a controlling shareholder of the Company, whereas Glory Concord Limited is a company incorporated in the Republic of Seychelles and one of the controlling shareholders of the Company.

To the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, the purchasers of the Disposed Shares are third parties independent of the Company and its connected persons (as defined under the GEM Listing Rules).

Before the Disposal, Sky Alpha was the beneficial owner of 772,800,000 Shares, representing approximately 66.51% of the entire issued share capital of the Company as at the date of this announcement. Immediately upon completion of the Disposal, Sky Alpha held 602,800,000 Shares, representing approximately 51.88% of the entire issued share capital of the Company as at the date of this announcement, and Sky Alpha shall remain as a controlling shareholder of the Company.

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

By order of the Board  
**Asia Grocery Distribution Limited**  
**Wong Man Shan Joyce**  
*Company Secretary*

Hong Kong, 11 January 2018

*As at the date of this announcement, the Board comprises Mr. Wong Siu Man, Mr. Wong Siu Wa and Mr. Yip Kam Cheong as executive Directors, Mr. Wong Chun Hung Hanson as the non-executive Director; Mr. To Yan Ming Edmond, Mr. Chau Shing Yim David and Mr. Wong Garrick Jorge Kar Ho as independent non-executive Directors.*

*This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with GEM Listing Rules for the purpose of giving information with regard to the Company. The directors of the Company, 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](http://www.hkgem.com) for at least seven days from the date of its posting and on the Company’s website at [www.agdl.com.hk](http://www.agdl.com.hk).*