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ROYAL CATERING GROUP HOLDINGS COMPANY LIMITED

皇璽餐飲集團控股有限公司

(incorporated in Cayman Islands with limited liability)

(Stock code: 8300)

LAPSE OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

Reference is made to the announcement (the “**Announcement**”) of Royal Catering Group Holdings Company Limited (the “**Company**”) dated 15 November 2017 in relation to the Placing. Unless the context requires otherwise, capitalised terms used herein shall have the same meaning as those defined in the Announcement.

Pursuant to the Placing Agreement, in the event that any of the conditions of the Placing is not fulfilled on or before 6 December 2017 (or such later date as may be agreed between the Company and the Placing Agent in writing), the Placing will not proceed and the Placing Agreement, along with all rights and obligations of the Placing Agent and the Company thereunder will cease and terminate. As at the date of this announcement, the conditions of the Placing have not been fulfilled, and as such, the Placing Agreement has lapsed and the Placing will not proceed. The Placing lapsed because the Placing Agent informed the Company that it had already used its all reasonable endeavours to secure places, however, in light of the market conditions, the Placing Agent could not successfully place the Placing Shares at the Placing Price.

The Directors are of the view that the lapse of the Placing Agreement has no material adverse impact on the existing business operation and financial position of the Company as a whole.

By order of the Board

Royal Catering Group Holdings Company Limited

Wong Man Wai

Chairman, Chief Executive Officer and Executive Director

Hong Kong, 6 December 2017

As at the date of this announcement, the executive Directors are Mr. Wong Man Wai, Mr. Chan Chak To Raymond and Ms. Lam Wai Kwan; and the independent non-executive Directors are Mr. Ma Yiu Ho Peter, Mr. Cheng Wing Hong and Mr. Cai Chun Fai.

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 Listed Company Information” page of the Stock Exchange’s website at www.hkexnews.hk for at least 7 days from the date of its posting. This announcement will also be published on the Company’s website at www.hkrcg.com.