

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



CHINA BEST GROUP HOLDING LIMITED

國華集團控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 370)

**DISCLOSEABLE TRANSACTION
IN RELATION TO THE ACQUISITION OF THE ENTIRE EQUITY
INTEREST IN THE TARGET COMPANY**

Financial adviser to the Company



**TUS Corporate
Finance Limited**

DISCLOSEABLE TRANSACTION

On 18 February 2020, after trading hours, the Purchaser, the Vendors and the Guarantors entered into the Agreement, pursuant to which (i) the Purchaser conditionally agreed to acquire and the Vendors conditionally agreed to sell, the entire equity interest in the Target Company, at a consideration of RMB110,000,000 and (ii) the Guarantors agreed to guarantee the performance of the obligations of the Vendors under the Agreement.

Upon completion of the Transaction, the Target Company will become an indirect wholly-owned subsidiary of the Company and the financial results and assets and liabilities of the Target Group will be consolidated into the financial statements of the Group.

LISTING RULES IMPLICATIONS

As one or more of the applicable percentage ratios (as defined under the Listing Rules) in respect of the Transaction is above 5% and all of the applicable percentage ratios are less than 25%, the Transaction constitutes a disclosable transaction for the Company and is subject to the notification and announcement requirements under Chapter 14 of the Listing Rules.

* *for identification purpose only*

THE AGREEMENT

The principal terms of the Agreement are set out below:

Date

18 February 2020

Parties

- (i) the Purchaser;
- (ii) the Vendors; and
- (iii) the Guarantors.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, the Vendors and their ultimate beneficial owners, being Ms. Li and Mr. Wei, the PRC merchants, are Independent Third Parties.

Subject Matter

Pursuant to the Agreement, the Purchaser conditionally agreed to acquire and the Vendors conditionally agreed to sell, the entire equity interest in the Target Company which in turn holds 70% equity interest in Baoshihua via Huaihua Qinneng.

Consideration

The consideration for the Transaction is RMB110,000,000, which shall be payable by the Purchaser in cash in the following manner:

- (i) RMB80,000,000 (the "**First Payment**") shall be payable to the Vendors or their designated person within three(3) business days of the Completion Date;
- (ii) RMB10,000,000 (the "**Second Payment**") shall be payable by the Purchaser to the Vendors or their designated person within three(3) business days after the issuance of the 2020 profit confirmation notice by the Purchaser;
- (iii) RMB10,000,000 (the "**Third Payment**") shall be payable by the Purchaser to the Vendors or their designated person within three(3) business days after the issuance of the 2021 profit confirmation notice by the Purchaser; and
- (iv) RMB10,000,000 (the "**Fourth Payment**") shall be payable by the Purchaser to the Vendors or their designated person within three(3) business days after the issuance of the 2022 profit confirmation notice by the Purchaser.

The consideration was determined between the Purchaser and the Vendors after arm's length negotiations with reference to, among other things, (i) the unaudited consolidated financial statements of the Target Group as at 31 December 2019, (ii) the appraised fair value of 100% equity interest in the Target Group consisting of 70% equity interest in Baoshihua of approximately RMB115,000,000 (the "**Valuation**") as at 31 October 2019, based on the latest valuation report prepared by APAC Asset Valuation and Consulting Limited, an independent valuer, under the market approach in accordance with the International Valuation Standard, (iii) the profit guarantee provided by the Vendors as set out in the section headed "Profit Guarantee and Adjustment" below and (iv) the latest business development and prospects of the Target Group.

Other Payment Undertaking

Pursuant to the Agreement, upon completion of the Transaction, the Purchaser agreed to guarantee Huaihua Qinneng to settle its outstanding payment obligation in the amount of RMB60,000,000 (the "**Outstanding Amount**") under the Previous Equity Transfer Agreements to Kunlun and Haixia Fund. As at the date of this announcement, 70% equity interest in Baoshihua was pledged in favour of Kunlun and Haixia Fund (the "**Share Pledge**"). Within seven (7) business days after receiving the Outstanding Amount, Kunlun and Haixia Fund shall release the Share Pledge. In the event that Kunlun and Haixia Fund fail to release the Share Pledge within such time, the Purchaser is entitled to terminate the Agreement by written notice to the Vendors. The Vendors shall return the First Payment to the Purchaser within three (3) business days upon receiving the termination notice and are liable to the losses of the Purchaser incurred thereunder.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, Kunlun and Haixia Fund and their ultimate beneficial owners are Independent Third Parties.

The consideration for the Transaction and the settlement of the Outstanding Amount will be funded by the Group's internal resources and/or fund raising activities of the Group.

Profit Guarantee and Adjustment

Pursuant to the Agreement, the Vendors irrevocably and unconditionally guarantee to the Purchaser that the Net Profit for the three years ending 31 December 2020, 2021 and 2022 and the Profit Guarantee Periods (the "**Relevant Periods**" and each a "**Relevant Period**") shall not be less than the following amounts (the "**Guaranteed Profit**"):

Relevant Periods	Guaranteed Profit
the period commencing from 1 January 2020 and ending on 31 December 2020 (the " Year of 2020 ")	Not less than RMB10,000,000
the period commencing from 1 January 2021 and ending on 31 December 2021 (the " Year of 2021 ")	Not less than RMB13,000,000
the period commencing from 1 January 2022 and ending on 31 December 2022 (the " Year of 2022 ")	Not less than RMB17,000,000
Profit Guarantee Periods	Not less than RMB40,000,000

The Purchaser is entitled to appoint an accounting firm to conduct an audit of the Target Group's consolidated financial statements for the Relevant Periods, which are to be prepared in accordance with the HKFRSs, within three(3) months after the end of each Relevant Period.

If the Net Profit for the Year of 2020 (the “**2020 Net Profit**”) is not less than RMB10,000,000, the Purchaser shall pay the Second Payment to the Vendors or their designated person within three(3) business days after the issuance of the 2020 profit confirmation notice by the Purchaser. If the 2020 Net Profit is less than RMB10,000,000, the Second Payment shall be withheld.

If the Net Profit for the Year of 2021 (the “**2021 Net Profit**”) is not less than RMB13,000,000, the Purchaser shall pay the Third Payment to the Vendors or their designated person within three(3) business days after the issuance of the 2021 profit confirmation notice by the Purchaser. If the 2021 Net Profit is less than RMB13,000,000, the Third Payment shall be withheld.

If the 2021 Net Profit is not less than RMB13,000,000 and the sum of the 2020 Net Profit and the 2021 Net Profit is not less than RMB23,000,000, the Purchaser shall pay the Third Payment together with the Second Payment (if it has been withheld) to the Vendors or their designated person within three(3) business days after the issuance of the 2021 profit confirmation notice by the Purchaser.

If the Net Profit for the Year of 2022 (the “**2022 Net Profit**”) is less than RMB17,000,000, the Fourth Payment shall be adjusted based on the below formula and paid to the Vendors or their designated person within three(3) business days after the issuance of the 2022 profit confirmation notice by the Purchaser:

$$\frac{2020 \text{ Net Profit} + 2021 \text{ Net Profit} + 2022 \text{ Net Profit}}{\text{RMB}40,000,000} \times \text{RMB}30,000,000 - \text{the Second Payment (if paid)} - \text{the Third Payment (if paid)}$$

where the maximum amount of the adjusted Fourth Payment shall not exceed RMB10,000,000.

If the 2022 Net Profit is not less than RMB17,000,000 and the aggregate Net Profit for the Profit Guarantee Periods is not less than RMB40,000,000, the Purchaser shall pay the Fourth Payment together with the Second Payment and the Third Payment (if they have been withheld) to the Vendors or their designated person within three(3) business days after the issuance of the 2022 profit confirmation notice by the Purchaser.

If the Target Group incurs net losses for the three years ending 31 December 2022, the Fourth Payment will not be payable and the Vendors or their designated person shall compensate the Purchaser by returning the Second Payment and the Third Payment to the Purchaser (if they have been paid) within five (5) business days upon receiving the written request from the Purchaser.

The Guaranteed Profit was determined between the Purchaser and the Vendors after arm's length negotiations with reference to, among other things, (i) the improving financial performance and situation of the Operating Subsidiaries from 2018 to 2019 and (ii) the latest business development of the Target Group as set out below.

Guarantee

Pursuant to the Agreement, the Guarantors undertake to provide an unconditional and irrevocable guarantee in favour of the Purchaser if the Vendors fail to perform their obligations under the Agreement. The Guarantors also undertake and agree to indemnify the Purchaser and keep the Purchaser fully indemnified against all losses, costs, expenses and damage by reason of or in connection with any failure of the Vendors to perform any of their obligations contained in the Agreement or any breach of the undertakings, representations and warranties.

Conditions Precedent of the Transaction

Completion is subject to the satisfaction or the written waiver of the Purchaser (as the case may be) of the following:

- 1) the Purchaser having completed and been satisfied with the results of the legal and financial due diligence of the Target Group or other necessary due diligence as determined by the Purchaser;
- 2) each member of the Target Group having been duly organised and validly existing and the final Valuation being not less than RMB110,000,000;
- 3) the Purchaser having satisfied with the confirmation from the Vendors that there is no material adverse change or affect which would affects the assets, financial, business operation and technical and legal aspects of the Target Group and the Transaction;
- 4) the Purchaser having obtained all necessary approval and consent, including the approvals from its board of directors and/or shareholder and the Board, which are necessary to be obtained for carrying out the Transaction;
- 5) the Vendors having obtained all necessary approval and consent, including the approvals from its board of directors and/or shareholder, which are necessary to be obtained for carrying out the Transaction;

- 6) the Transaction having obtained all necessary approval or consent from government or supervision authorities (if applicable);
- 7) the Vendors having complied with and satisfied all of their obligations pursuant to the Agreement before the Completion Date;
- 8) the statements, undertakings, representations and warranties set out in the Agreement given by the Vendors being true, accurate, complete and not misleading in all material respects;
- 9) no applicable rules, regulations, restrictions or orders from any governmental or supervision authorities restricting, prohibiting or causing material adverse affect to the Transaction; and
- 10) the Vendors and the Target Company having obtained irrevocable approvals, waiver or notices from third parties (if required) with respect to the Transaction.

Save for Conditions Precedent (1), (2), (6) and (8), the Purchaser may at its absolute discretion waive the other Conditions Precedent under the Agreement.

In the event that any of the Conditions Precedent is not fulfilled or waived (as the case may be) in writing by the Purchaser on or before the Long Stop Date, the Purchaser is entitled to terminate the Agreement with written notices to the Vendors and the Guarantors and all the obligations and liabilities of the parties under the Agreement will cease and terminate, save for obligations with continuing effect under the Agreement.

Completion of the Transaction

Within five (5) business days of the satisfaction or the waiver (as the case may be) by the Purchaser in writing of the Conditions Precedent, the Vendors shall complete the registration in respect of the transfer of the entire equity interest in the Target Company to the Purchaser with the relevant industry and commerce bureau.

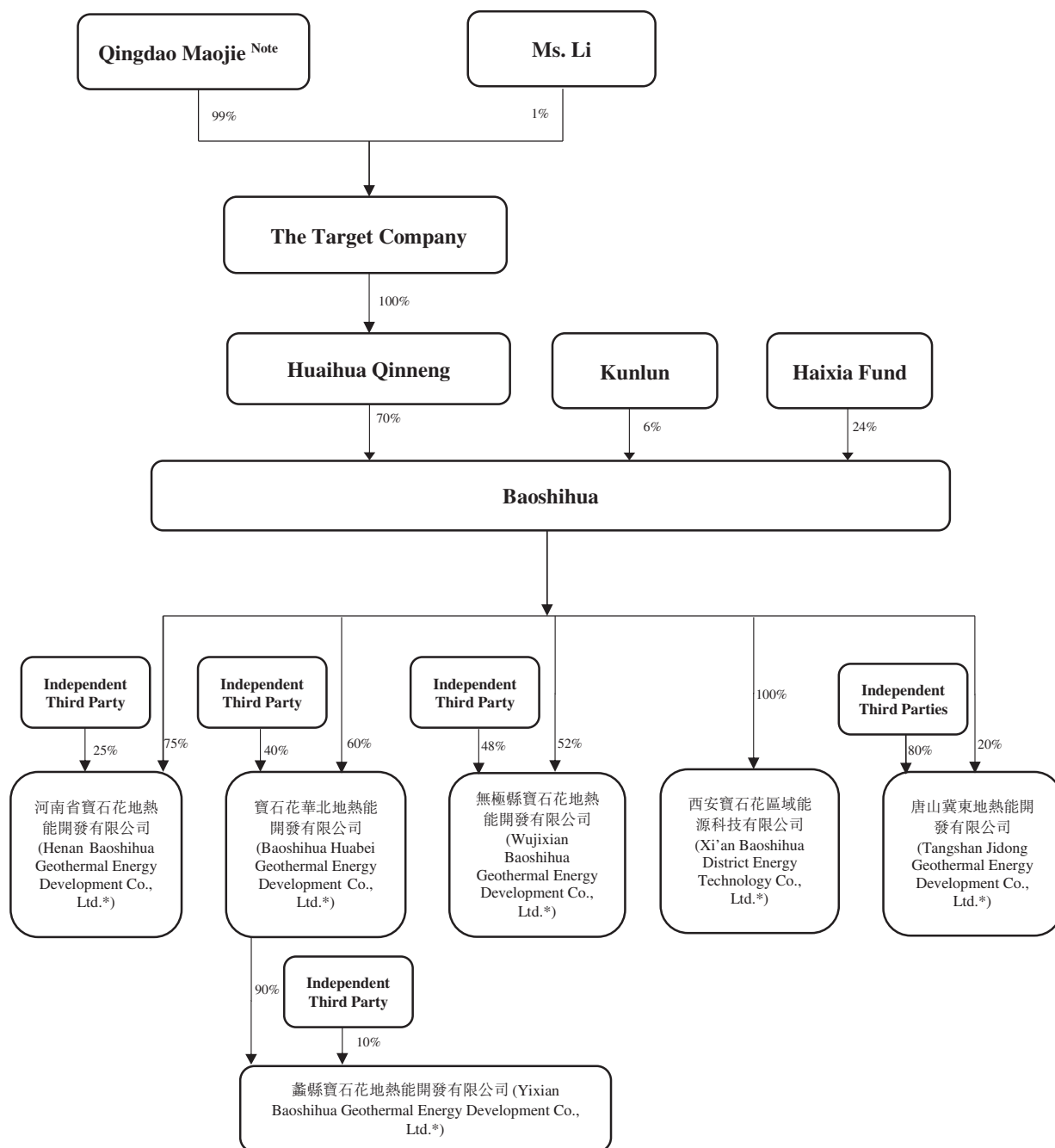
Upon completion of the Transaction, the Target Company will become an indirect wholly-owned subsidiary of the Company and the financial results and assets and liabilities of the Target Group will be consolidated into the financial statements of the Group.

INFORMATION OF THE TARGET GROUP AND ITS ASSOCIATE

The Target Group and its associate

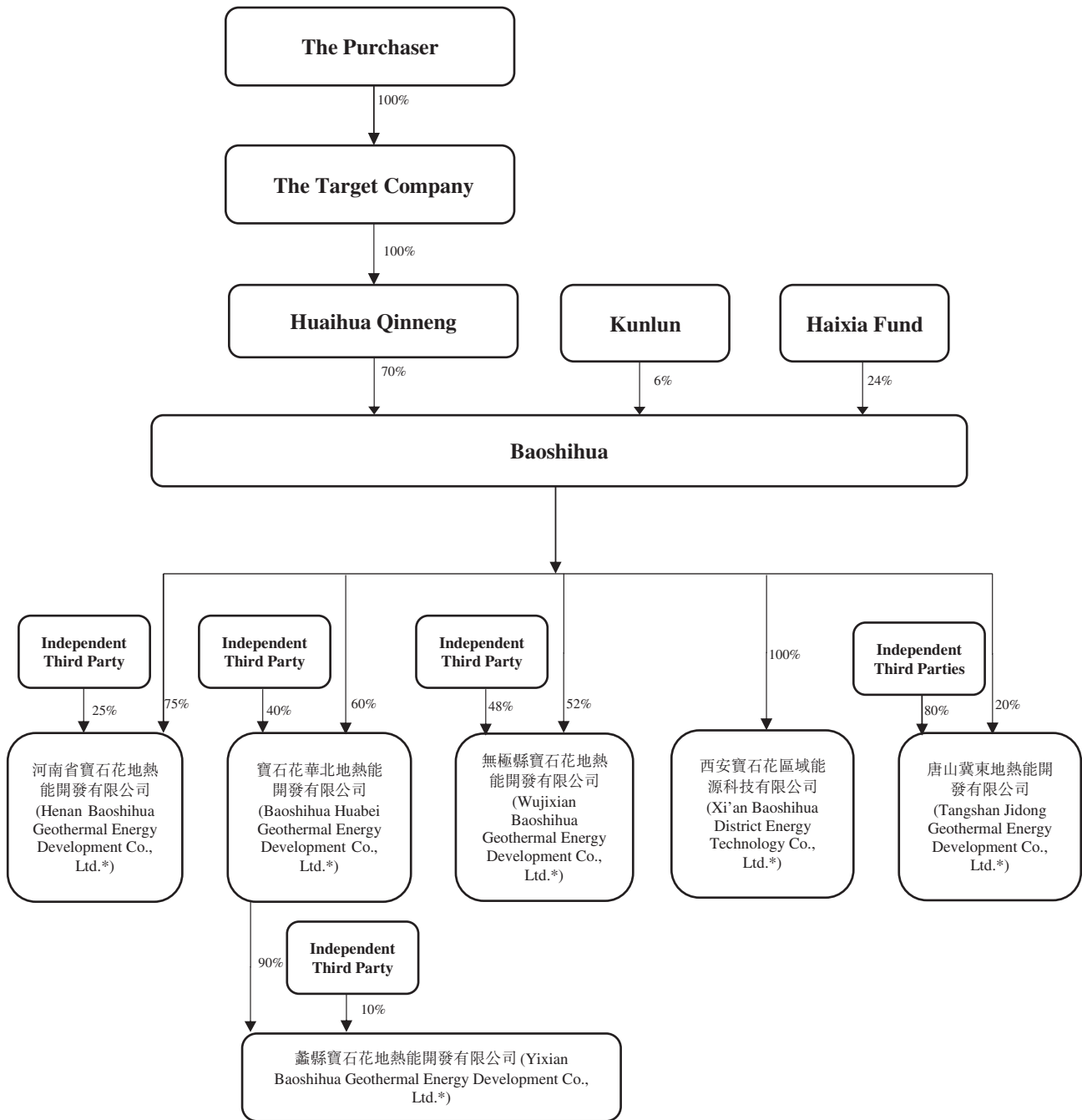
The shareholding structure of the Target Group and its associate as at the date of the Agreement and upon completion of the Transaction is set out below:

As at the date of the Agreement:



Note: Ms. Li and Mr. Wei are the ultimate beneficial owners of Qingdao Maojie.

Upon completion of the Transaction:



The Target Company is a limited liability company established in the PRC in January 2020. As at the date of this announcement, it is held as to 99% by Qingdao Maojie and as to 1% by Ms. Li. Its principal business activities include enterprises management and consultation services. To the best knowledge of the Directors, it has not carried out any business operation since its incorporation.

Huaihua Qinneng is a limited liability company established in the PRC in October 2019. As at the date of this announcement, it is a wholly-owned subsidiary of the Target Company. It principally engages in the development and promotion of the new energy. To the best knowledge of the Directors, it has not carried out any business operation since its incorporation.

Baoshihua is a limited liability company established in the PRC in March 2018. As at the date of this announcement, it is held as to 70% by Huaihua Qinneng, as to 6% by Kunlun and as to 24% by Haixia Fund. It principally engages in the development, production and sales of the geothermal energy and the provision of heat supply to various buildings located in residential areas in the PRC.

河南省寶石花地熱能開發有限公司 (Henan Baoshihua Geothermal Energy Development Co., Ltd.*) is a limited liability company established in the PRC in August 2018. As at the date of this announcement, it is held as to 75% by Baoshihua and as to 25% by an Independent Third Party. It principally engages in the development, production and sales of the geothermal energy and the provision of heat supply to various buildings located in residential areas in the PRC.

寶石花華北地熱能開發有限公司 (Baoshihua Huabei Geothermal Energy Development Co., Ltd.*) (“**Huabei Baoshihua**”) is a limited liability company established in the PRC in March 2019. As at the date of this announcement, it is held as to 60% by Baoshihua and as to 40% by an Independent Third Party. It principally engages in the development, production and sales of the geothermal energy and the provision of heat supply to various buildings located in residential areas in the PRC. As at the date of this announcement, Huabei Baoshihua holds 90% equity interest in 蠡縣寶石花地熱能開發有限公司 (Yixian Baoshihua Geothermal Energy Development Co., Ltd.*) (“**Yixian Baoshihua**”), a limited liability company established in the PRC in June 2019 and the remaining 10% equity interest is held by an Independent Third Party. Yixian Baoshihua principally engages in the development, production and sales of the geothermal energy and the provision of heat supply to various buildings located in residential areas in the PRC.

無極縣寶石花地熱能開發有限公司 (Wujixian Baoshihua Geothermal Energy Development Co., Ltd.*) is a limited liability company established in the PRC in June 2019. As at the date of this announcement, it is held as to 52% by Baoshihua and as to 48% by an Independent Third Party. It principally engages in the development, production and sales of the geothermal energy and the provision of heat supply to various buildings located in residential areas in the PRC.

西安寶石花區域能源科技有限公司 (Xi'an Baoshihua District Energy Technology Co., Ltd.*) is a limited liability company established in the PRC in November 2019. As at the date of this announcement, it is a wholly-owned subsidiary of Baoshihua. It principally engages in the development, production and sales of the geothermal energy and the provision of heat supply to various buildings located in residential areas in the PRC.

唐山冀東地熱能開發有限公司 (Tangshan Jidong Geothermal Energy Development Co., Ltd.*) is a limited liability company established in the PRC in March 2019. As at the date of this announcement, it is held as to 20% by Baoshihua and as to 80% by Independent Third Parties. It principally engages in the development, production and sales of the geothermal energy and the provision of heat supply to various buildings located in residential areas in the PRC.

Financial Information of the Target Group

Set out below is the summary of certain unaudited consolidated financial information of the Target Group for the period from 12 March 2018 to 31 December 2018 and for the year ended 31 December 2019 (as if Baoshihua had been acquired by the Target Company via Huaihua Qinneng since its establishment on 12 March 2018):

	For the period from 12 March 2018 to 31 December 2018 (RMB) Approximately	For the year ended 31 December 2019 (RMB) Approximately
Revenue	1,838,000	21,369,000
Net loss before tax	(2,741,000)	(590,000)
Net loss after tax	(2,741,000)	(590,000)

The unaudited consolidated total assets value and net assets value of the Target Group as at 31 December 2019 were approximately RMB254,943,000 and RMB150,553,000, respectively.

Latest Business Development of the Target Group

The Target Group, through the Operating Subsidiaries, is principally engaged in the development, production and sales of geothermal energy and the provision of heat supply to various buildings located in residential areas in the PRC. As at the date of this announcement, the Operating Subsidiaries are operating seven developed projects located in Henan Province and Hebei Province with a total service coverage area of approximately 1,664,000 square meters. Two of the seven projects commenced sales of geothermal energy in the winter of 2018 and the other five projects recently commenced sales of geothermal energy in the winter of 2019. As at the date of this announcement, the Operating Subsidiaries have another four and one new projects under development, which are expected to commence operations in the winter of 2020 and 2021, respectively. Furthermore, the Operating Subsidiaries are currently conducting feasibility studies for 10 more new potential projects in the PRC.

REASONS FOR AND BENEFITS OF THE TRANSACTION

As disclosed in the Company's annual report for the year ended 31 December 2018, the Group considers the real estate-related business opportunities in the PRC and intends to continue to develop its financial services business while doing the layout for the Group's real estate-related business segments, in the hope of creating a new strategic direction for diversifying its business. Also, as disclosed in the interim report of the Company for the six months ended 30 June 2019, the Group will adopt a cautious approach to monitor the business environment closely and strengthen its competitiveness by exploring new opportunities and diversify business activities of the Group in due course.

The Target Group, through the Operating Subsidiaries, is principally engaged in the development, production and sales of geothermal energy and the provision of heat supply to various buildings located in residential areas in the PRC. Geothermal energy is a green, low-carbon and renewable energy with the characteristics of huge reserves and broad distribution, and is a reliable and cost-effective clean energy resource. China has abundant resources of geothermal energy and huge market potential for the utilisation of geothermal energy attributable to the rapid urbanisation and economic development. In recent years, the PRC central and local government authorities have intensively introduced favorable policies to promote the development of geothermal energy. In particular, 中華人民共和國國家發展和改革委員會 (the National Development and Reform Commission*), 國家能源局 (the National Energy Administration*) and 中華人民共和國國土資源部 (the Ministry of Land and Resources*) jointly published 《地熱能開發利用十三五規劃》 (the Thirteen Five-year Plan on the Development and Utilisation of Geothermal Energy*), which is the first national-level plan for geothermal energy aspect setting out the guidelines, objectives, key tasks and significant layout for the development and utilisation of geothermal energy in the PRC during the period of the Thirteen Five-year Plan. In the view of above, the Board believes that the Target Group is well-positioned to capitalise on the potential market growth of the geothermal energy industry in China and is optimistic about the long-term development of the Target Group.

The Operating Subsidiaries commenced business operation in March 2018. During 2018 and 2019, the Operating Subsidiaries had been focusing on the early stage of development and construction of geothermal energy projects and as such incurred net losses for the two years ended 31 December 2018 and 2019. As mentioned in the section headed “Latest Business Development of the Target Group” above, the Operating Subsidiaries are currently operating seven developed projects and developing another five new projects. The Operating Subsidiaries recorded a growth in revenue from approximately RMB1.8 million for the year ended 31 December 2018 to approximately RMB21.4 million for the year ended 31 December 2019. Leveraging the favourable policies of the PRC government and the fast development of the Operating Subsidiaries, the Directors expect that the financial performance of the Target Group will be continuously improved by its fast-growing revenue. Therefore, the Directors are of the view that the Transaction will enable the Group to broaden its revenue base by generating stable income and the Transaction would have a positive impact on the profitability of the Group in the near future.

Furthermore, in negotiating the Transaction, the Vendors agreed to provide a profit guarantee to the Purchaser as set out in the section headed “Profit Guarantee and Adjustment” above, which provides a safeguard for the Company to closely monitor the development of the Target Group.

Taking into account of the above, the Directors consider that the Transaction represents a good opportunity for the Group to diversify its business activities and revenue stream, and the Directors consider that the terms and conditions of the Agreement are fair and reasonable and on normal commercial terms and are in the interests of the Company and its shareholders as a whole.

INFORMATION OF THE GROUP

The Group is principally engaged in (i) trading of electronic devices and other commodities, (ii) the finance leasing business, (iii) the money lending business, (iv) the brokerage business, (v) international air and sea freight forwarding and the provision of logistics services, (vi) trading of securities and (vii) property investment.

The Purchaser is a limited liability company established in the PRC in November 2018, which is a wholly-owned subsidiary of the Company. It principally engages in the enterprises management business.

INFORMATION OF THE VENDORS

Qingdao Maojie is a limited liability partnership established in the PRC in December 2019. As at the date of this announcement, it is ultimately owned as to 90% by Ms. Li and as to 10% by Mr. Wei. It principally engages in the enterprises management consultation business.

IMPLICATIONS UNDER THE LISTING RULES

As one or more of the applicable percentage ratios (as defined under the Listing Rules) in respect of the Transaction is above 5% and all of the applicable percentage ratios are less than 25%, the Transaction constitutes a disclosable transaction for the Company and is subject to the notification and announcement requirements under Chapter 14 of the Listing Rules.

DEFINITIONS

In this announcement, the following terms shall have the following meanings unless the context otherwise requires:

“Agreement”	the equity transfer agreement dated 18 February 2020 entered into by and among the Purchaser, the Vendors and the Guarantors in relation to the transfer of the entire equity interest in the Target Company
“Baoshihua”	寶石花地熱能開發有限公司 (Baoshihua Geothermal Energy Development Co., Ltd.*), a limited liability company established in the PRC
“Board”	the board of Directors of the Company
“Company”	China Best Group Holding Limited, a company incorporated in Bermuda with limited liability, the shares of which are listed on the Stock Exchange (Stock code: 370)
“Completion Date”	the date of issuing the new business license of the Target Company recording the transfer of the entire equity interest in the Target Company from the Vendors to the Purchaser
“Conditions Precedent”	the conditions precedent to completion of the Transaction
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	the director(s) of the Company
“Group”	the Company and its subsidiaries

“Guarantors”	Ms. Li and Mr. Wei
“Haixia Fund”	海峽能源產業基金管理(廈門)有限公司 (Haixia Energy Industrial Fund Management (Xiamen) Co., Ltd.*), a limited liability company established in the PRC
“HKFRSs”	Hong Kong Financial Reporting Standards
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Huaihua Qinneng”	懷化勤能科技開發有限公司 (Huaihua Qinneng Technology Development Co., Ltd.*), a limited liability company established in the PRC and a wholly-owned subsidiary of the Target Company
“Independent Third Party(ies)”	an individual or a company who is not connected with (within the meaning of the Listing Rules) any directors, chief executive or substantial shareholders of the Company, its subsidiaries or any of their respective associates
“Kunlun”	昆侖信託有限責任公司 (Kunlun Trust Co, Ltd.*), a limited liability company established in the PRC
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Long Stop Date”	31 December 2020 or such other date as the parties may otherwise agree in writing
“Mr. Wei”	魏建東 (Wei Jiandong*), being one of the Guarantors
“Ms. Li”	李靜 (Li Jing*), being one of the Vendors and the Guarantors

“Net Profit”	the net profit (except for government subsidies, excluding all non-recurring income such as gains on disposal of fixed assets, fair value gains on investment assets or gains on disposal of subsidiaries, associates or jointly-controlled entities, etc.) of the Target Group as set out in the audited consolidated accounts prepared in accordance with the HKFRSs, such audit should be conducted by an accounting firm to be appointed by the Purchaser within three (3) months after the end of each Relevant Period
“Operating Subsidiaries”	Baoshihua and its subsidiaries as established from time to time
“PRC”	the People’s Republic of China
“Previous Equity Transfer Agreements”	the equity transfer agreements entered into by and between (i) Huaihua Qinneng and Haixia Fund and (ii) Huaihua Qinneng and Kunlun, respectively, pursuant to which Haixia Fund and Kunlun in aggregate agreed to transfer 70% equity interest in Baoshihua to Huaihua Qinneng
“Profit Guarantee Periods”	the periods commencing from 1 January 2020 and ending on 31 December 2022
“Purchaser”	國華佳業(北京)企業管理有限公司 (Guohua Jiaye (Beijing) Enterprise Management Co., Ltd.*), a limited liability company established in the PRC and a wholly-owned subsidiary of the Company
“Qingdao Maojie”	青島茂捷企業管理合夥企業(有限合夥) (Qingdao Maojie Enterprise Management Partnership (LLP)*), a limited liability partnership established in the PRC
“RMB”	Renminbi, the lawful currency of the PRC
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Target Company”	北京岳海企業管理有限公司 (Beijing Yuehai Enterprise Management Co., Ltd.*), a limited liability company established in the PRC and a wholly-owned subsidiary of the Vendors

“Target Group”	the Target Company and its subsidiaries as established or acquired from time to time
“Transaction”	the transaction in relation to the transfer of the entire equity interest in the Target Company from the Vendors to the Purchaser pursuant to the terms and conditions of the Agreement
“Vendors”	Qingdao Maojie and Ms. Li
“%”	per cent.

By order of the Board
China Best Group Holding Limited
Mr. Qin Jie
Executive Director and Chief Executive Officer

Hong Kong, 18 February 2020

As at the date of this announcement, the Board comprises five executive Directors, namely, Ms. Wang Yingqian (Chairman), Mr. Qin Jie (Chief Executive Officer), Mr. Liu Wei, Mr. Chen Wei and Mr. Fan Jie, and three independent non-executive Directors, namely, Mr. Ru Xiang and Mr. Liu Haiping, Mr. Liu Tonghui.