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TOM Group Limited

TOM集團有限公司

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

**(Stock Code: 2383)**

**ANNOUNCEMENT**

**FULL REPAYMENT OF THE CONVERTIBLE LOAN BY THE JOINT VENTURE TO  
TOM E-COMMERCE**

References are made to the Announcements in relation to, among other things, the Convertible Loan, the Extended Maturity Date, the extension of the Extended Maturity Date and the Completion. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

The Company is pleased to announce that on 19 January 2023, the Joint Venture has repaid the full outstanding amount of RMB155,000,000 under the Convertible Loan in cleared funds to TOM E-Commerce in accordance with the terms of the Amended and Restated Shareholders' Agreement and the Conversion Right Waiver.

**Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company and if they are in any doubt about their position, they should consult their professional adviser(s).**

**INTRODUCTION**

References are made to the announcements of the Company dated 16 January 2014, 15 January 2019, 6 June 2019, 1 November 2021, 21 January 2022, 15 March 2022, 31 March 2022, 22 April 2022 and 29 July 2022 (the “**Announcements**”) in relation to, among other things, the Convertible Loan, the Extended Maturity Date, the extension of the Extended Maturity Date and the Completion.

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By Order of the Board of  
**TOM Group Limited**  
**Yeung Kwok Mung**  
*Executive Director*

Hong Kong, 20 January 2023

To the extent that there are any inconsistencies between the English version and the Chinese version of this announcement, the English version shall prevail.

*As at the date hereof, the directors of the Company are:*

*Executive Director:*  
*Mr. Yeung Kwok Mung*

*Non-executive Directors:*  
*Mr. Frank Sixt (Chairman)*  
*Ms. Debbie Chang*  
*Mrs. Angelina Lee*

*Independent non-executive Directors:*  
*Mr. James Sha*  
*Dr. Alex Fong*  
*Mr. Chan Tze Leung*

*Alternate Director:*  
*Mr. Dominic Lai*  
*(Alternate to Mr. Frank Sixt)*