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CHINA SCE GROUP HOLDINGS LIMITED

中駿集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1966)

SCRIP DIVIDEND SCHEME FOR THE INTERIM DIVIDEND

Reference is made to the announcements of China SCE Group Holdings Limited (the “**Company**”) dated 23 August 2018 and 31 August 2018. On 23 August 2018, the board (the “**Board**”) of directors of the Company declared an interim dividend of HK7 cents per ordinary share of the Company (the “**Share(s)**”) for the six months ended 30 June 2018 (the “**Interim Dividend**”), which will be payable on or about Wednesday, 28 November 2018 to shareholders (the “**Qualifying Shareholders**”) whose names appear on the register of members of the Company on Friday, 21 September 2018 (the “**Record Date**”). The Qualifying Shareholders will be given the option to receive the Interim Dividend wholly in cash, wholly in new Shares credited as fully paid up (the “**Scrip Shares**”) in lieu of cash, or partly in cash and partly in Scrip Shares in lieu of cash under the scrip dividend scheme (the “**Scrip Dividend Scheme**”). The Board wishes to provide further information regarding the Scrip Dividend Scheme as follows.

For the purpose of calculating the number of Scrip Shares to be allotted to each Qualifying Shareholder who elects to receive the Interim Dividend wholly or partly in Scrip Shares in lieu of cash under the Scrip Dividend Scheme, the market value of each Scrip Share has been fixed at HK\$3.10 per Share (the “**Average Closing Price**”), being the average closing price per Share as quoted on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) for the five consecutive trading days from Wednesday, 19 September 2018 to Wednesday, 26 September 2018 (both days inclusive). Accordingly, the number of Scrip Shares which each such Qualifying Shareholder is entitled to receive in respect of the Shares registered under its/his/her name on the Record Date will be calculated as follows:

$$\begin{array}{l} \text{Number of} \\ \text{Scrip Shares} \\ \text{to be received} \end{array} = \begin{array}{l} \text{Number of Shares held on} \\ \text{Record Date in respect of which} \\ \text{Interim Dividend is elected} \\ \text{to be received in Scrip Shares} \end{array} \times \frac{\begin{array}{l} \text{HK7 cents} \\ \text{(Interim Dividend per Share)} \\ \text{HK\$3.10} \\ \text{(Average Closing Price per Share)} \end{array}}{\text{HK\$3.10}} \end{array}$$

The number of Scrip Shares to be issued to each Qualifying Shareholder pursuant to its/his/her election will be rounded down to the nearest whole number. Any fractional entitlement to the Scrip Shares pursuant to such election will be disregarded and the benefit thereof will accrue to the Company. The Scrip Shares to be issued under the Scrip Dividend Scheme will, when allotted and issued, rank *pari passu* in all respects with the Shares in issue as at the date of allotment and issue of the Scrip Shares, except that the Scrip Shares themselves will not be entitled to the Interim Dividend.

Based on the number of Shares in issue as at the Record Date, i.e. 3,823,840,000, if all Qualifying Shareholders elect to receive the Interim Dividend wholly in cash, the total amount of cash dividend payable by the Company will be HK\$267,668,800. If all Qualifying Shareholders elect to receive Scrip Shares in lieu of cash, the number of Scrip Shares to be allotted and issued will be 86,344,774 Shares, representing approximately 2.26% of the number of Shares in issue as at the date of this announcement and approximately 2.21% of the number of Shares in issue as enlarged by the allotment and issue of the Scrip Shares.

GENERAL INFORMATION

Application will be made to the Stock Exchange for the listing of, and permission to deal in, the Scrip Shares. A circular setting out further details of the Scrip Dividend Scheme (the “**Circular**”), together with a form of election in relation thereto (the “**Election Form**”), is expected to be despatched to the Shareholders on or about Monday, 8 October 2018.

Qualifying Shareholders who wish to receive, in lieu of cash, in whole or in part, the Scrip Shares should complete and sign the Election Form in accordance with the instructions printed thereon and return the signed and completed Election Form to the Company’s Hong Kong share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong no later than the latest time specified in the Circular, which is expected to be 4:30 p.m. on Wednesday, 24 October 2018.

It is expected that the definitive certificates for the Scrip Shares and the cheques for the cash portion of the Interim Dividend, if applicable, will be sent by ordinary mail to the Shareholders at their own risk on or about Wednesday, 28 November 2018, and the first day of dealings in the Scrip Shares on the Stock Exchange is expected to be on or about Thursday, 29 November 2018.

By order of the Board
China SCE Group Holdings Limited
Wong Chiu Yeung
Chairman

Hong Kong, 26 September 2018

As at the date of this announcement, the executive directors of the Company are Mr. Wong Chiu Yeung, Mr. Chen Yuanlai, Mr. Cheng Hiu Lok, Mr. Huang Youquan and Mr. Wong Lun, and the independent non-executive directors of the Company are Mr. Ting Leung Huel Stephen, Mr. Lu Hong Te and Mr. Dai Yiyi.