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GRACE
VINEYARD

怡園酒莊

Grace Wine Holdings Limited

怡園酒業控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8146)

**COMPLETION OF VERY SUBSTANTIAL DISPOSALS
AND CONNECTED TRANSACTIONS IN RELATION TO
THE PACIFIC SURPLUS DISPOSAL AND
THE EPIC WEALTH DISPOSAL**

References are made to (i) the announcements of Grace Wine Holdings Limited (the “**Company**”) dated 5 December 2024, 21 January 2025, 19 February 2025 and 24 March 2025; and (ii) the circular of the Company dated 24 January 2025 (the “**Circular**”), in relation to, among others, the Pacific Surplus Disposal and the Epic Wealth Disposal. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

COMPLETION OF THE PACIFIC SURPLUS DISPOSAL AND THE EPIC WEALTH DISPOSAL

The Board is pleased to announce that the Pacific Surplus Completion and the Epic Wealth Completion have taken place on 28 March 2025 in accordance with the terms and conditions of the Pacific Surplus Agreements and the Epic Wealth Agreements, respectively.

In accordance with the terms of the Pacific Surplus Agreements, the Assignment of the Sale Loan was executed between the Company as assignor, Ms. Chan as assignee and confirmed by Maxco on 28 March 2025. Furthermore, in accordance with the terms of the Epic Wealth Agreements, the Shareholders' Agreement was entered into between the Company and Ms. Chan on 28 March 2025. Please refer to the Circular for major terms of the Assignment of the Sale Loan and the Shareholders' Agreement. As disclosed in the announcement of the Company dated 24 March 2025, the Deed of Indemnity and the Share Pledge Agreement have not been entered into amongst the relevant parties in accordance with the terms of the Pacific Surplus Agreements as the Guarantee Releases have been completed.

By order of the Board
Grace Wine Holdings Limited
Judy Chan

Chairlady, Chief Executive Officer and Executive Director

Hong Kong, 28 March 2025

As at the date of this announcement, the Board comprises Ms. Judy Chan as the executive Director; Mr. Chow Christer Ho, Dr. Cheung Chai Hong and Mr. James Douglas Richard Field as the non-executive Directors; and Mr. Ho Kent Ching-tak, Mr. Lim Leung Yau Edwin and Mr. Alec Peter Tracy as the independent non-executive Directors.

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 website of The Stock Exchange of Hong Kong Limited at www.hkexnews.hk for at least 7 days from the day of publication. This announcement will also be published on the Company's website at www.gracewine.com.hk.