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## **Amuse Group Holding Limited**

### **佰悅集團控股有限公司**

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

**(Stock code: 8545)**

#### **VOLUNTARY ANNOUNCEMENT IN RELATION TO POSSIBLE BUSINESS COOPERATION**

On 15 September 2020 (after trading hours), The Company and Grand View Bio Tech entered into a non-legally binding memorandum of understanding (the “**MOU**”), pursuant to which the Parties will cooperate to engage in assembling and sale of face masks, COVID-19 test kits and health product in the Hong Kong market (the “**Possible Cooperation**”). Meanwhile, Grand View Bio Tech will facilitate the Cooperation by leveraging its network with Shenzhen Yilifang Biotech and Mason Supreme Healthcare. The Company and Grand View Bio Tech are in the process of discussing possible ways of cooperation, which may include (i) the formation of a joint venture between the Company and Grand View Bio Tech; or (ii) the Company’s investment in the Grand View Bio Tech.

This announcement is made by the Company on a voluntary basis. The purpose of this announcement is to keep the Shareholders and potential investors informed of the latest business development of the Group.

#### **MEMORANDUM OF UNDERSTANDING**

The Board is pleased to announce that on 15 September 2020 (after trading hours), the Company entered into the MOU with Grand View Bio Tech in relation to the potential cooperation to synergise and jointly develop an anti-pandemic (抗疫) business in Hong Kong.

Meanwhile, the Company and Grand View Bio Tech are in the process of discussing possible ways of cooperation, which may include (i) the formation of a joint venture between the Company and Grand View Bio Tech; or (ii) the Company’s investment in Grand View Bio Tech and negotiate on the relevant details. The terms and form of the Possible Cooperation shall be agreed in the formal agreement(s). As at the date of the MOU, none of the terms or form of the Possible Cooperation has been finalised.

## **BACKGROUND OF GRAND VIEW BIO TECH**

Grand View Bio Tech is a company incorporated in Hong Kong, which is principally engaged in the business of trading of face masks and COVID-19 test kits. Grand View Bio Tech has procured supplies from Shenzhen Yilifang Biotech for the materials of manufacturing infectious disease test kit. Shenzhen Yilifang Biotech is a biotechnology company incorporated in the PRC, which principally engages in development, production and sales of precision medicines and other products. Additionally, Grand View Bio Tech enhances its product diversity and sales channels through cooperation with its business partner, Mason Supreme Healthcare. Mason Supreme Healthcare is a healthcare service company incorporated in Hong Kong, which principally provides healthcare consultancy and precision medicines in the Greater Bay Area. To the best knowledge, information and belief of the Directors, having made all reasonable enquiries, Grand View Bio Tech and its ultimate beneficial owner is independent third party of and not connected with the Company and its connected persons (as defined in the GEM Listing Rules).

## **REASONS FOR AND BENEFITS OF ENTERING INTO THE MOU**

The Group is principally engaged in design, marketing, distribution and retail sales of toys and related products. Whilst remaining focused on developing its existing businesses, the Group has been exploring new potential projects from time to time in order to diversify its business as well as broaden the income source of the Group and eventually to maximise the returns to the Shareholders. The Board sees an increasing demand and huge business opportunities for face masks and COVID-19 test kits in Hong Kong as a result of the increasing awareness of health protection due to the recent global widespread of new coronavirus (COVID-19) outbreak. Through the Possible Cooperation, the parties to the MOU will engage in assembling and sale of anti-pandemic products (抗疫用品) in the Hong Kong market. The Directors are of the view that it is a good opportunity for the Group to invest in a developing industry with potential which may diversify the Group's portfolio of businesses.

Having considered the above, the Directors consider that the terms of the MOU are fair and reasonable and are in the interest of the Company and its Shareholders as a whole.

## **NATURE OF THE MOU**

The MOU does not constitute any legally binding commitment in respect of the Possible Cooperation, save and except that each party agrees to be legally bound by certain confidentiality clause pursuant to the MOU. The Possible Cooperation is subject to the negotiation and execution of the formal agreement(s) between the relevant parties, if any.

## GENERAL

**The Board wishes to emphasize that the cooperation contemplated under the MOU may or may not proceed and that the parties have not entered into a legally binding agreement in relation to the transaction contemplated under the MOU as at the date of this announcement. If the transactions contemplated under the MOU materialise, the Company will make further announcements as and when appropriate in accordance with the GEM Listing Rules. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.**

## DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions shall have the following meanings when used herein:

|                                |  |
|--------------------------------|--|
| “Board”                        | the board of Directors   |
| “Company”                      | Amuse Group Holding Limited (佰悦集團控股有限公司), a company incorporated under the laws of the Cayman Islands with limited liability, the shares of which are listed on GEM (Stock Code: 8545)   |
| “Directors”                    | the directors of the Company   |
| “GEM Listing Rules”            | the Rules Governing the Listing of Securities on GEM of the Stock Exchange   |
| “Grand View Bio Tech”          | Grand View Bio Tech Limited (康鴻生物科技有限公司), a limited liability company incorporated in Hong Kong  |
| “Greater Bay Area”             | the Guangdong-Hong Kong-Macau Greater Bay Area   |
| “Group”                        | the Company and its subsidiaries   |
| “Hong Kong”                    | the Hong Kong Special Administrative Region of the PRC   |
| “Independent Third Party(ies)” | (a) party(ies) who is/are not (a) connected person(s) (as defined in the GEM Listing Rules) of the Company and who together with its/their ultimate beneficial owner(s) are independent of the Company and its connected persons (as defined in the GEM Listing Rules) |
| “Mason Supreme Healthcare”     | Mason Supreme Healthcare Group Limited (茂宸晉康醫療集團), a limited liability company incorporated in Hong Kong   |

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|-----------------------------|--|
| “PRC”                       | People’s Republic of China (excluding Hong Kong, the Macau Special Administrative Region of the PRC and the Taiwan area) |
| “Shareholder(s)”            | holder(s) of the share(s) of the Company   |
| “Shenzhen Yilifang Biotech” | Shenzhen Yilifang Biotech Co., Ltd (深圳億立方生物技術有限公司), a limited liability company incorporated in the PRC                  |
| “Stock Exchange”            | The Stock Exchange of Hong Kong Limited  |

By Order of the Board  
**Amuse Group Holding Limited**  
**Li Wai Keung**  
*Chairman and Executive Director*

Hong Kong, 15 September 2020

*As at the date of this announcement, the Board comprises Mr. Li Wai Keung, Mr. To Hoi Pan and Ms. Lee Kwai Fong as executive Directors; and Mr. Yu Pui Hang, Mr. Tung Man and Ms. Chow Chi Ling Janice as independent non-executive Directors.*

*This announcement, for which all 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 in this announcement misleading.*

*This announcement will remain on the website of Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) on the “Latest Information” page for at least 7 days from the date of its publishing and will be published on the Company’s website at [www.amusegroupholding.com](http://www.amusegroupholding.com).*

\* *For identification purposes only*