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WANG ON GROUP LIMITED

(宏安集團有限公司)*

(Incorporated in Bermuda with limited liability)

(Stock code: 1222)

**INSIDE INFORMATION
PROFIT WARNING**

This announcement is made by the Company pursuant to Rule 13.09 of the Listing Rules and Inside Information Provisions under Part XIVA of the SFO.

The Board wishes to inform the shareholders and potential investors of the Company that based on the preliminary review of the draft unaudited consolidated management accounts of the Group for the financial year ended 31 March 2021 and the information currently available to the Board, the profit attributable to owners of the parent is expected to decrease by not more than 80% as compared to the profit attributable to the owners of the parent recorded in the last published annual report for the year ended 31 March 2020.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.

This announcement is made by Wang On Group Limited (宏安集團有限公司)* (the “**Company**” together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “**SFO**”).

The board of directors (the “**Board**” or the “**Directors**”) of the Company wishes to inform the shareholders and potential investors of the Company that based on the preliminary review of the draft unaudited consolidated management accounts of the Group for the financial year ended 31 March 2021 and the information currently available to the Board, the profit attributable to owners of the parent is expected to decrease by not more than 80% as compared to the profit attributable to the owners of the parent recorded in the last published annual report for the year ended 31 March 2020. Such decrease was primarily attributable to, among other things, the absence of the gain on bargain purchase arising from the acquisition of China Agri-Products Exchange Limited (“**CAP**”, a non-wholly owned subsidiary of the Company and the shares of which are listed on the Stock Exchange with stock code: 149) and the decrease in gain on disposal/redemption of debt investments at fair value through other comprehensive income, as compared to the last published annual report for the year ended 31 March 2020.

The Board would like to keep its shareholders and potential investors informed that CAP published an announcement on 18 June 2021 in relation to a potential write back of two instruments (two promissory notes payables and their related interest payables) of approximately HK\$660 million which will lead to an increase in profit of CAP during its financial year ended 31 March 2021. It is noted that the Group may account for the write back as an additional gain on bargain purchase for the year ended 31 March 2020, as CAP was acquired by the Group during the financial year ended 31 March 2020 and the Company is required to retrospectively adjust the provisional amounts recognized at the acquisition date (i.e. during the financial year ended 31 March 2020) to reflect new information obtained about facts and circumstances that existed as of the acquisition date in accordance with Hong Kong Financial Reporting Standard 3 *Business Combination*, subject to review by the independent auditors of the Company. In other words, such potential write back is not expected to, on consolidation, affect the financial results of the Group for the financial year ended 31 March 2021.

As the Company is still in the course of finalizing its annual results for the year ended 31 March 2021, the information contained in this announcement is only based on the preliminary review of the draft unaudited consolidated management accounts of the Group for the year ended 31 March 2021 and the information currently available to the Board and subject to finalization of valuation results of investment properties and financial instruments by independent professional valuers, which have yet to be confirmed, reviewed or audited by the independent auditors of the Company. Details of the performance of the Group for the year ended 31 March 2021 will be disclosed in the annual results announcement of the Company which is expected to be published by end of June 2021 in accordance with the requirements under the Listing Rules.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.

By Order of the Board
WANG ON GROUP LIMITED
(宏安集團有限公司)*
Mr. Tang Ching Ho
Chairman and Executive Director

Hong Kong, 18 June 2021

As at the date of this announcement, the executive Directors are Mr. Tang Ching Ho, Ms. Yau Yuk Yin and Ms. Stephanie; and the independent non-executive Directors are Mr. Wong Chun, Justein, Mr. Siu Kam Chau and Mr. Chan Yung.

** For identification purpose only*