

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

This announcement appears for information purposes only and does not constitute an invitation or offer to acquire, purchase, or subscribe for the securities of the Company.

DEVGREAT GROUP LIMITED

大方廣瑞德集團有限公司

(formerly known as Shanghai Zendai Property Limited 上海証大房地產有限公司*)

(Incorporated in Bermuda with limited liability)

(Stock code: 755)

ANNOUNCEMENT

REVISED EXPECTED TIMETABLE IN RELATION TO PROPOSED CAPITAL REORGANISATION

Due to the delay in despatch of the Combined Circular, the expected timetable for the implementation of the Capital Reorganisation has been revised and is set out in the body of this announcement.

EXCHANGE OF CERTIFICATES FOR NEW SHARES

The share certificates for the New Shares will be in red colour in order to distinguish them from the share certificates for the Existing Shares which are in pink colour.

Subject to the Capital Reorganisation becoming effective, which is currently expected to be Tuesday, 11 March 2025, Shareholders may on or after Tuesday, 11 March 2025 and until Thursday, 17 April 2025 (both dates inclusive), submit their existing share certificates in pink colour for the Existing Shares to the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, during business hours for exchange for new share certificates in red colour for the New Shares at the expense of the Company. Further details are set out in the body of this announcement.

CLOSURE OF REGISTER OF MEMBERS OF THE COMPANY

The SGM is expected to be held on Friday, 7 March 2025 to consider and, if thought fit, approve the Set-off Deed, the Loan Extension Agreement, the Renewed Framework Agreement, the Subscription Agreement and the respective transactions contemplated thereunder as well as the Capital Reorganisation.

For purpose of determining the eligibility of the Shareholders to attend and vote at the SGM, the register of members of the Company will be closed from Tuesday, 4 March 2025 to Friday, 7 March 2025, both dates inclusive, during which period no Share transfers will be registered. To be eligible to attend and vote at the SGM, all properly completed transfer forms accompanied by the relevant share certificates must be lodged for registration with the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 4:30 p.m. on Monday, 3 March 2025. The Company will despatch the Combined Circular and notice of the SGM, as well as the related proxy form to the Shareholders on or before Friday, 14 February 2025.

Reference is made to the announcements of the Company dated (i) 29 November 2024 in relation to, among other things, (a) the Loan Extension and Assignment; (b) provision of Financial Assistance; and (c) the Renewal of the Framework Agreement; (ii) 3 December 2024 in relation to, among other things, the Capital Reorganisation and the Subscription; (iii) 23 December 2024 in relation to the delay in despatch of a circular in respect of transactions set out in the announcement of the Company dated 29 November 2024; and (iv) 27 December 2024 in relation to the delay in despatch of the Combined Circular (collectively, the “**Announcements**”). Unless otherwise defined in this announcement, capitalized terms used in this announcement shall have the same meanings as those defined in the Announcements.

REVISED EXPECTED TIMETABLE IN RELATION TO PROPOSED CAPITAL REORGANISATION

The Company would like to inform the Shareholders that the expected timetable for the implementation of the Capital Reorganisation is revised as follows:

Event	Hong Kong time and date
Despatch date of the Combined Circular with notice of the SGM and form of proxy	On or before Friday, 14 February 2025
Latest time for lodging transfer documents in order to qualify for attending and voting at the SGM	4:30 p.m. on Monday, 3 March 2025
Closure of the register of members of the Company to determine the entitlement to attend and vote at the SGM (both dates inclusive)	Tuesday, 4 March 2025 to Friday, 7 March 2025
Latest date and time for lodging forms of proxy for the SGM.	2:30 p.m. on Wednesday, 5 March 2025
Record date for determining entitlements for attending and voting at the SGM	Friday, 7 March 2025
Expected date and time of the SGM	2:30 p.m. on Friday, 7 March 2025
Publication of the announcement of poll results of the SGM	Friday, 7 March 2025
The following events are conditional on the fulfillment of the conditions for the implementation of the Capital Reorganisation.	
Expected effective date of the Capital Reorganisation.	Tuesday, 11 March 2025
First day of free exchange of existing share certificates for new share certificates for the New Shares	Tuesday, 11 March 2025
Dealing in the New Shares commences.	9:00 a.m. on Tuesday, 11 March 2025

Event	Hong Kong time and date
Original counter for trading in the Existing Shares in board lots of 5,000 Existing Shares (in the form of existing share certificates) temporarily closes	9:00 a.m. on Tuesday, 11 March 2025
Temporary counter for trading in the New Shares in board lots of 50 New Shares (in the form of existing share certificates) opens.	9:00 a.m. on Tuesday, 11 March 2025
Original counter for trading in the New Shares in board lots of 5,000 New Shares (in the form of new share certificates) re-opens.	9:00 a.m. on Tuesday, 25 March 2025
Parallel trading in the New Shares (in the form of new share certificates and existing share certificates) commences	9:00 a.m. on Tuesday, 25 March 2025
Designated broker starts to stand in the market to provide matching services for sale and purchase of odd lots of the New Shares	9:00 a.m. on Tuesday, 25 March 2025
Designated broker ceases to stand in the market to provide matching services for sale and purchase of odd lots of the New Shares	4:00 p.m. on Tuesday, 15 April 2025
Temporary counter for trading in the New Shares in board lots of 50 New Shares (in the form of existing share certificates) closes.	4:10 p.m. on Tuesday, 15 April 2025
Parallel trading in the New Shares (in the form of new share certificates and existing share certificates) ends	4:10 p.m. on Tuesday, 15 April 2025
Last date and time for free exchange of existing share certificates for new share certificates for the New Shares	4:30 p.m. on Thursday, 17 April 2025

The expected timetable set out above is subject to the results of the SGM and satisfaction of the conditions of the Capital Reorganisation, and is therefore for indicative purpose only. Any change to the revised expected timetable will be announced in a separate announcement by the Company as and when appropriate. All times and dates in this announcement refer to Hong Kong local times and dates unless otherwise specified.

EXCHANGE OF CERTIFICATES FOR NEW SHARES

The share certificates for the New Shares will be in red colour in order to distinguish them from the share certificates for the Existing Shares which are in pink colour.

Subject to the Capital Reorganisation becoming effective, which is currently expected to be Tuesday, 11 March 2025, Shareholders may on or after Tuesday, 11 March 2025 and until Thursday, 17 April 2025 (both dates inclusive), submit their existing share certificates in pink colour for the Existing Shares to the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, during business hours for exchange for new share certificates in red colour for the New Shares at the expense of the Company.

Shareholders should note that after the prescribed time for free exchange of new share certificates for the New Shares, a fee of HK\$2.50 (or such higher amount as may from time to time be allowed by the Stock Exchange) will be payable by the Shareholders for each share certificate for the Existing Shares submitted for cancellation or each new share certificate issued for the New Shares, whichever the number of certificates cancelled or issued is higher.

After 4:10 p.m. on Tuesday, 15 April 2025, trading will only be in New Shares, the share certificates of which will be issued in red colour. Existing share certificates in pink colour for the Existing Shares will remain valid and effective as documents of title and may be exchanged for share certificates for New Shares at any time, but will cease to be valid for delivery, trading and settlement purposes.

CLOSURE OF REGISTER OF MEMBERS OF THE COMPANY

The SGM is expected to be held on Friday, 7 March 2025 to consider and, if thought fit, approve the Set-off Deed, the Loan Extension Agreement, the Renewed Framework Agreement, the Subscription Agreement and the respective transactions contemplated thereunder as well as the Capital Reorganisation.

For purpose of determining the eligibility of the Shareholders to attend and vote at the SGM, the register of members of the Company will be closed from Tuesday, 4 March 2025 to Friday, 7 March 2025, both dates inclusive, during which period no Share transfers will be registered. To be eligible to attend and vote at the SGM, all properly completed transfer forms accompanied by the relevant share certificates must be lodged for registration with the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 4:30 p.m. on Monday, 3 March 2025. The Company will despatch the Combined Circular and notice of the SGM, as well as the related proxy form to the Shareholders on or before Friday, 14 February 2025.

By order of the Board
DevGreat Group Limited
Mr. Huang Yuhui
Chairman

Hong Kong, 12 February 2025

As at the date of this announcement, the executive Directors are Mr. Huang Yuhui, Mr. Wang Letian, Ms. Li Zhen, Mr. Long Tianyu and Mr. Pi Minjie, the non-executive Directors are Ms. Wang Zheng, Mr. Zou Yang and Mr. Guo Haomiao, and the independent non-executive Directors are Dr. Guan Huanfei, Mr. Cao Hailiang, Dr. Lin Xinzhu and Mr. Wang Yuzhou.

* For identification purpose only