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AB BUILDERS GROUP LIMITED

奧邦建築集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 01615)

INSIDE INFORMATION TRANSFER OF SHARES BY CONTROLLING SHAREHOLDER OF THE COMPANY TO THE EXECUTIVE DIRECTOR OF THE COMPANY

This announcement is made by AB Builders Group Limited (the “**Company**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The Company has been informed by Laos International Holdings Limited (the “**Vendor**”), a controlling shareholder of the Company, which is incorporated in the British Virgin Islands and is wholly-owned by Mr. Lao Chio Seng (“**Mr. Lao**”), the chairman of the board of directors (the “**Board**”) and an executive director of the Company, that on 12 April 2019 after an arm’s length negotiation, the Vendor entered into a sale and purchase agreement with Mr. Ip Kin Wa (“**Mr. Ip**”), an executive director of the Company, pursuant to which the Vendor transferred 60,000,000 shares of the Company (the “**Transfer Shares**”) (representing 10.00% of the entire issued share capital of the Company as at the date hereof), at the consideration of HK\$0.37 per Transfer Share to Mr. Ip (the “**Transfer**”). The consideration was determined with reference to the closing price of the share of the Company quoted on 11 April 2019. The Company has also been informed by the Vendor that the completion of the Transfer has taken place immediately after the entering into of the sale and purchase agreement. After the Transfer, Mr. Ip becomes a substantial shareholder of the Company being interested in 10.00% of the entire issued share capital of the Company as of the date of this announcement. Immediately after the Transfer, the Vendor will continue to be the controlling shareholder and the largest shareholder of the Company. There is no change in the shareholding of the Vendor, which is legally and beneficially owned as to 100% by Mr. Lao.

REASON OF THE TRANSFER

Mr. Ip and Mr. Lao both agree the Transfer such that it can align the interest of Mr. Ip, as an important management team, with the Company and it is beneficial to the business development of the Group in the long run.

EFFECT ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

Set out below for illustrative purposes is the shareholding structure of the Company (i) immediately before the Transfer; and (ii) immediately after completion of the Transfer:

Shareholders	Shareholding immediately before the Transfer		Shareholding immediately after completion of the Transfer	
	Shares	% of shareholding	Shares	% of shareholding
Laos International Holdings Limited (Notes 1 & 2)	315,000,000	52.50	255,000,000	42.50
WHM Holdings Limited (Notes 1 & 2)	135,000,000	22.50	135,000,000	22.50
Mr. Ip	–	–	60,000,000	10.00
Other shareholders	150,000,000	25.00	150,000,000	25.00
Total	600,000,000	100.00	600,000,000	100.00

Notes:

- (1) Laos International Holdings Limited is wholly owned by Mr. Lao, the controlling shareholder, the chairman and an executive director of the Company, holding 255,000,000 shares of the Company (shareholding immediately after completion of the Transfer) in which Mr. Lao and his spouse Ms. Wong Hio Mei (“**Mrs. Lao**”) are deemed to be interested under the Securities and Futures Ordinance (the “**SFO**”).
- (2) WHM Holdings Limited is wholly owned by Mrs. Lao, the controlling shareholder of the Company, holding 135,000,000 shares of the Company in which Mr. Lao and Mrs. Lao are deemed to be interested under the SFO.

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

By order of the Board
AB Builders Group Limited
Lao Chio Seng
Chairman and Executive Director

Macau, 12 April 2019

As at the date of this announcement, the Board comprises Mr. Lao Chio Seng, Ms. Lao Chao U, Ms. Lao Ka U, Mr. Cheang Iek Wai, and Mr. Ip Kin Wa as executive Directors and Mr. Chu Yat Pang Terry, Mr. Law Wang Chak Waltery and Mr. Choy Wai Shek, Raymond, MH, JP as independent non-executive Directors.