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TSC Group Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 206)

**DELAY IN DISPATCH OF CIRCULAR FOR RIGHTS ISSUE
AND
MAJOR AND CONNECTED TRANSACTION**

Reference is made to the announcement of TSC Group Holdings Limited (the “**Company**”) dated 8 November 2018 regarding the Company’s proposed rights issue and the announcement of the Company dated 25 November 2018 regarding the major and connected transaction as disclosed therein (together, the “**Announcements**”). Unless otherwise stated, terms defined in the Announcements shall have the same meanings when used in this announcement.

As stated in the Announcements, a circular regarding the Rights Issue and a circular regarding the Subscription and Joint Venture Agreement and the transactions contemplated thereunder would be dispatched to the Shareholders on or before 30 November 2018.

As additional time is required by the Company to finalize certain information to be included in the circular for the Rights Issue and the Subscription and Joint Venture Agreement, the dispatch date of the said circular is expected to be postponed to a date falling on or before 12 December 2018.

By order of the Board
TSC Group Holdings Limited
Wang Hongyuan
Executive Chairman

Hong Kong, 30 November 2018

As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Wang Hongyuan, Mr. Jiang Bing Hua and Mr. Zhang Menggui, Morgan; three non-executive Directors, namely Mr. Lou Dongyang, Mr. Wang Jianzhong and Ms. Li Rong; and three independent non-executive Directors, namely Mr. Chan Ngai Sang, Kenny, Mr. Zou Zhendong and Mr. Chen Weidong.