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Water OASIS Group

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WATER OASIS GROUP LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1161)

CONDITIONAL CASH OFFER BY YU MING INVESTMENT MANAGEMENT LIMITED ON BEHALF OF WATER OASIS GROUP LIMITED TO BUY BACK UP TO 88,000,000 SHARES AT HK\$0.80 PER SHARE

RESULTS OF EGM AND THE OFFER

Financial Adviser



YU MING INVESTMENT MANAGEMENT LIMITED
禹銘投資管理有限公司

RESULTS OF EGM

The Board is pleased to announce that the Ordinary Resolution as set out in the Notice to approve the Offer was duly passed by the Shareholders at the EGM by way of poll.

RESULTS OF THE OFFER

As at 4:00 p.m. (Hong Kong time) on 25 May 2018, being the Latest Acceptance Time, valid acceptances in respect of a total of 92,741,000 Tendered Shares, including 30,780,222 Assured Shares and 61,960,778 Excess Shares, had been received by the Company from the Accepting Shareholders under the Offer, the aggregate of which represents approximately 12.12% of the total issued share capital of the Company as at the Latest Acceptance Time and approximately 105.39% of the Maximum Number of Shares to be bought back by the Company.

Based on the information available to the Company upon the Latest Acceptance Time, the Company expects that the public float of the Company will not be less than 25% upon completion of the Offer.

As all the Conditions have been fulfilled, the Offer has become unconditional on 25 May 2018 and will remain open for acceptance until 4:00 p.m. (Hong Kong time) on 8 June 2018.

An announcement of the results of the Offer will be made on 8 June 2018 in accordance with Rule 19.1 of the Takeovers Code.

Reference is made to the announcement of Water Oasis Group Limited (the “**Company**”) dated 13 April 2018 and the offer document of the Company dated 4 May 2018 (the “**Offer Document**”) in relation to the Offer. Unless otherwise stated, capitalised terms used herein shall bear the same meanings as those defined in the Offer Document.

RESULTS OF EGM

The Board is pleased to announce that the ordinary resolution (the “**Ordinary Resolution**”) as set out in the notice of EGM dated 4 May 2018 (the “**Notice**”) to approve the Offer was duly passed by the Shareholders at the EGM by way of poll.

As at the date of the EGM, there were a total of 765,452,764 Shares in issue. There were no Shares entitling any Shareholders to attend and abstain from voting from the Ordinary Resolution at the EGM. There were no Shares entitling any Shareholders to attend and abstain from voting in favour of the Ordinary Resolution at the EGM as set out in Rule 13.40 of the Listing Rules, and there were no Shares requiring the Shareholders to abstain from voting at the EGM under the Listing Rules and the Codes. Therefore the total number of Shares entitling the Shareholders to attend and vote for or against the Ordinary Resolution was 765,452,764.

No person has indicated in the Offer Document that he/she/it intends to abstain from voting or vote against the Ordinary Resolution at the EGM.

Tricor Standard Limited, the branch share registrar and transfer office of the Company in Hong Kong, acted as the scrutineer for the purpose of vote-taking at the EGM. The poll results in respect of the Ordinary Resolution were as follows:

Ordinary Resolution	Number of Shares	
	For (%)	Against (%)
To approve the Offer to buy back up to 88,000,000 Shares [#] .	458,073,530 (99.96%)	176,000 (0.04%)

[#] The full text of the resolution is set out in the Notice.

As more than 50% of the votes were cast in favour of the Ordinary Resolution, the Ordinary Resolution was duly passed by the Shareholders by way of poll at the EGM.

RESULTS OF THE OFFER

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SETTLEMENT OF THE OFFER

The Registrar will send, by ordinary post at the Accepting Shareholder's risk, a remittance for such total amount as is due to the Accepting Shareholder under the Offer (subject to deduction of seller's ad valorem stamp duty due on the buy-back of the Shares from the amount payable in cash) within 7 Business Days after the close of the Offer.

By Order of the Board
Water Oasis Group Limited
Yu Kam Shui, Erastus
Executive Director

Hong Kong, 25 May 2018

As at the date of this announcement, the executive directors of the Company are Mr. Yu Kam Shui, Erastus, Mr. Tam Chie Sang, Ms. Yu Lai Chu, Eileen and Ms. Lai Yin Ping. The independent non-executive directors of the Company are Prof. Wong Lung Tak, Patrick, B.B.S., J.P., Mr. Wong Chun Nam, Duffy, B.B.S., J.P. and Dr. Wong Chi Keung.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statements in this announcement misleading.