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GRAPHEX

GRAPHEX GROUP LIMITED

烯石電動汽車新材料控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 6128)

INSIDE INFORMATION

This announcement is issued by Graphex Group Limited (formerly known as Earthasia International Holdings Limited, the “**Company**”) pursuant to Rule 13.09(2) 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 in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

**THIS ANNOUNCEMENT
DOES NOT CONSTITUTE AN OFFER OF ANY SECURITIES FOR SALE**

Reference is made to the Company's announcements dated 12 December 2019 and 6 August 2020 (the "**Announcements**"). Unless otherwise indicated, capitalized terms defined in the Announcements shall have the same meanings when used in this announcement.

The Board is pleased to announce that, on 4 August 2021 (U.S. time), the Company has submitted a draft registration statement on Form F-1 on a confidential basis with the U.S. Securities and Exchange Commission ("**SEC**") in relation to the proposed initial public offering of its American Depository Shares ("**ADS**") representing its ordinary shares in the United States (the "**Offering**"). The number of ADS to be offered and the price range for the Offering have not yet been determined. The Offering is subject to the registration statement being declared effective and the approval by The Stock Exchange of Hong Kong Limited in compliance with the requirements under the Listing Rules. The Company intends to apply for the listing of the ADS on Nasdaq Capital Market if the conditions for such listing are satisfied. The Offering is subject to market conditions, and there can be no assurance as to whether or when the Offering may be completed, or as to the actual size or terms of the Offering, or that the Company will be able to list the ADS on the NASDAQ Capital Market.

The Company will make further announcement(s) relating to the abovementioned matter as and when appropriate in compliance with the requirements under the Listing Rules to keep the Shareholders and potential investors of the Company informed.

WARNINGS

THIS PRESS RELEASE IS REQUIRED UNDER THE RULES GOVERNING THE LISTING OF SECURITIES ON THE STOCK EXCHANGE OF HONG KONG LIMITED AND SHALL NOT CONSTITUTE AN OFFER TO SELL, OR THE SOLICITATION OF AN OFFER TO BUY, ANY SECURITIES. ANY OFFERS, SOLICITATIONS OR OFFERS TO BUY, OR ANY SALES OF SECURITIES IN THE UNITED STATES WILL BE MADE IN ACCORDANCE WITH THE SECURITIES ACT AND OTHER APPLICABLE LAWS.

SHAREHOLDERS AND POTENTIAL INVESTORS OF THE COMPANY ARE ADVISED TO EXERCISE CAUTION WHEN DEALING IN THE SHARES.

By Order of the Board
Graphex Group Limited
Lau Hing Tat Patrick
Chairman

Hong Kong, 5 August 2021

As at the date of this announcement, the executive Directors are Mr. Lau Hing Tat Patrick, Mr. Chan Yick Yan Andross, Mr. Tian Ming, Mr. Yang Liu and Mr. Qiu Bin; the non-executive Directors are Mr. Ma Lida and Mr. Tu Wenzhe; and the independent non-executive Directors are Ms. Tam Ip Fong Sin, Mr. Wang Yuncai, Mr. Liu Kwong Sang, Mr. Tang Zhaodong and Mr. Chan Anthony Kaikwong