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## 神州數字

**China Binary New Fintech Group**  
**神州數字新金融科技集團**

*(Incorporated in the Cayman Islands with limited liability)*  
(Stock Code: 8255)

**Data King Limited**

*(Incorporated in the British Virgin Islands with limited liability)*

### JOINT ANNOUNCEMENT

- (1) THE PRIVATISATION OF CHINA BINARY NEW FINTECH GROUP  
BY DATA KING LIMITED BY WAY OF A SCHEME OF ARRANGEMENT  
UNDER SECTION 86 OF THE COMPANIES ACT OF THE CAYMAN ISLANDS;  
(2) EFFECTIVE DATE OF THE SCHEME; AND  
(3) WITHDRAWAL OF LISTING OF THE SHARES**

**Joint financial advisers to the Offeror**



**FOSUN HANI**  
**复星恒利**

**Independent Financial Adviser to the Independent Board Committee**



## **INTRODUCTION**

References are made to (i) the scheme document dated 14 October 2022 jointly issued by China Binary New Fintech Group (the “**Company**”) and Data King Limited (the “**Offeror**”) in relation to, among other things, the Proposal and the Scheme (the “**Scheme Document**”); (ii) the joint announcement of the Company and the Offeror dated 7 November 2022 in relation to, among other things, the results of the Court Meeting and the EGM; and (iii) the joint announcement of the Company and the Offeror dated 25 November 2022 in relation to, among others, the sanction of the Scheme by the Grand Court (the “**Sanction Announcement**”). Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Scheme Document.

## **EFFECTIVE DATE OF THE SCHEME**

As disclosed in the Sanction Announcement, the Scheme was sanctioned without modification by the Grand Court on Thursday, 24 November 2022 (Cayman Islands time). The reduction of the issued share capital of the Company resulting from the cancellation and extinguishment of the Scheme Shares was also confirmed by the Grand Court on the same day.

Copies of the orders of the Grand Court sanctioning the Scheme and confirming the reduction of the issued share capital of the Company have been placed on the Public Register of Judgments and Orders for the Grand Court of the Cayman Islands, and were delivered to the Registrar of Companies in the Cayman Islands for registration on Thursday, 1 December 2022 (Cayman Islands time) and the registration became effective on Thursday, 1 December 2022 (Cayman Islands time).

After registration of copies of the orders of the Grand Court sanctioning the Scheme and confirming the reduction of the issued share capital of the Company, all of the Conditions as set out on pages 61 to 63 of the Scheme Document in the section headed “5. Conditions of the Proposal and the Scheme” in the Explanatory Memorandum have been fulfilled and the Scheme became effective on Thursday, 1 December 2022 (Cayman Islands time).

## **PAYMENT UNDER THE SCHEME**

Cheques for payment of the Cancellation Price under the Scheme will be despatched by the Offeror to the Scheme Shareholders as soon as possible but in any event on or before Monday, 12 December 2022 (Hong Kong time).

## WITHDRAWAL OF LISTING

It is expected that the listing of the Shares on GEM of the Stock Exchange will be withdrawn with effect from 4:00 p.m. on Monday, 5 December 2022 (Hong Kong time).

By Order of the board of  
**Data King Limited**  
**SUN Jiangtao**  
*Director*

By Order of the board of  
**China Binary New Fintech Group**  
**SUN Jiangtao**  
*Executive Director*

Hong Kong, 2 December 2022

*As at the date of this joint announcement, the sole director of the Offeror is Mr. SUN Jiangtao.*

*The sole director of the Offeror accepts full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the Group), and confirms, having made all reasonable enquires, that to the best of his knowledge, opinions expressed in this joint announcement (other than those expressed by the Directors (other than himself)) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.*

*As at the date of this joint announcement, the Board comprises one executive Director, namely, Mr. SUN Jiangtao and three independent non-executive Directors, namely, Mr. HOU Dong, Mr. HE Qinghua and Mr. YANG Haoran.*

*This joint announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this joint announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this joint announcement misleading.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the Offeror, Mr. Sun and any party acting in concert with either of them), and confirm, having made all reasonable enquires, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the sole director of the Offeror) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.*

*This joint announcement will remain on the Stock Exchange's website at [www.hkexnews.hk](http://www.hkexnews.hk) on the "Latest Listed Company Announcements" page for at least 7 days from the day of its posting and on the Company's website at [www.shenzhoufu.hk](http://www.shenzhoufu.hk).*