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Astrum Financial Holdings Limited

阿仕特朗金融控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8333)

PROFIT WARNING

This announcement is made by Astrum Financial Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 17.10 of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”) and the Inside Information Provisions (as defined under the GEM Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The board (the “**Board**”) of directors of the Company (the “**Directors**”) wishes to inform the shareholders (the “**Shareholders**”) and potential investors of the Company that, based on the preliminary assessment of the Group’s unaudited consolidated management accounts for the year ended 31 December 2022 (the “**2022 Year**”) and the information currently available to the Board, the Group is expected to record a net loss of not less than HK\$34 million for the 2022 Year, as compared to a net loss of approximately HK\$8.9 million for the year ended 31 December 2021 (the “**2021 Year**”). Such expected increase in net loss for the 2022 Year is mainly attributable to (a) the significant decrease in revenue from approximately HK\$12.9 million for the 2021 Year to approximately HK\$8.7 million for the 2022 Year; (b) the absence of the recognition of fair value gain of the put and repurchase option relating to investment in an associate (2021 Year: approximately HK\$23.8 million); and (c) the recognition of loss on disposal of an associate of approximately HK\$13.4 million as a result of completion of (i) the disposal of 25% of the issued share capital of RS (BVI) Holdings Limited by the Company to RaffAello Holdings Limited (the “**Vendor**”); and (ii) the buy-back of 233,000,000 shares of the Company by the Company from the Vendor (details of which were set out in the circular of the Company dated 17 August 2022) (2021 Year: Nil), which is partially offset by the absence of the recognition of impairment loss on investment in an associate for the 2022 Year (2021 Year: approximately HK\$14.7 million).

The aforesaid loss on disposal of an associate of approximately HK\$13.4 million is an extraordinary item and non-cash in nature and will not have any material impact on the Group’s cash flows and daily operation of business.

As the Company is still in the process of finalising its annual results for the 2022 Year, the information contained in this announcement is only based on the preliminary assessment made by the Board according to the information currently available and the unaudited consolidated management accounts of the Group for the 2022 Year, which have not been reviewed or audited by the Company's auditors or the Company's audit committee and may be subject to adjustment. Shareholders and potential investors of the Company are advised to read to the details of the Company's annual results announcement for the 2022 Year, which is expected to be published in or around late March 2023.

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

By Order of the Board
Astrum Financial Holdings Limited
Pan Chik
Chairman and Chief Executive Officer

Hong Kong, 27 February 2023

As at the date of this announcement, the Directors are:

Executive Directors

Mr. Pan Chik (Chairman and Chief Executive Officer)

Mr. Kwan Chun Yee Hidulf

Ms. Yu Hoi Ling

Independent Non-executive Directors

Mr. Sum Loong

Mr. Lau Hon Kee

Ms. Yue Chung Sze Joyce

This 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 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 announcement misleading.

This announcement will remain on the "Latest Listed Company Information" page of the website of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) for at least 7 days from the date of its publication and on the website of the Company (www.astrum-capital.com).