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**Victory Securities (Holdings) Company Limited**

**勝利證券(控股)有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8540)**

**CLARIFICATION ANNOUNCEMENT  
CONTINUING CONNECTED TRANSACTIONS**

Reference is made to the announcement of Victory Securities (Holdings) Company Limited (the “**Company**”) dated 10 October 2023 (the “**Announcement**”) in relation to, among other matters, the Asset Management Agreement entered into between Victory Securities (HK) and Victory Global Trustee, a connected person of the Company. Unless the context requires otherwise, terms used herein shall have the same meanings as those defined in the Announcement.

The Company wishes to clarify that on the basis that all of the applicable percentage ratios (other than the profits ratio) under the GEM Listing Rules regarding the maximum amount of the AM Annual Caps are more than 0.1% but less than 5% and more than HK\$3,000,000, the continuing connected transactions contemplated under the Asset Management Agreement are subject to annual review, reporting and announcement requirements but are exempt from the Independent Shareholders’ approval requirement under Chapter 20 of the GEM Listing Rules.

Save as disclosed above, all other information set out in the Announcement remains valid and unchanged.

By Order of the Board  
**Victory Securities (Holdings) Company Limited**  
**Kong Yan Yue**  
*Company Secretary*

Hong Kong, 17 October 2023

*As at the date of this announcement, the Board comprises three executive Directors, namely Ms. Kou Kuen, Mr. Chiu Che Leung, Stephen and Mr. Chan Pui Chuen, one non-executive Director, namely Mr. Chan Ying Kit (Chairman), and three independent non-executive Directors, namely Mr. Ying Wing Ho Peter, Mr. Liu Chun Ning Wilfred and Dr. Yan Ka Shing.*

*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 HKEX website at [www.hkexnews.hk](http://www.hkexnews.hk) for at least 7 days from the date of its publication and on the website of the Company at [www.victorysec.com.hk](http://www.victorysec.com.hk).*