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Zijing International Financial Holdings Limited

紫荊國際金融控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8340)

ESTABLISHMENT OF INDEPENDENT BOARD COMMITTEE AND APPOINTMENT OF INDEPENDENT FINANCIAL ADVISER

Reference is made to the announcement of Zijing International Financial Holdings Limited (the “**Company**”) dated 25 March 2024 in relation to, among others, the proposed Rights Issue and the proposed Change in Board Lot Size (the “**Announcement**”). Unless otherwise defined, capitalised terms used hereunder shall have the same meanings as those defined in the Announcement.

ESTABLISHMENT OF INDEPENDENT BOARD COMMITTEE

The Board is pleased to announce that the Independent Board Committee comprising all the independent non-executive Directors, namely Mr. Choi Tak Fai, Ms. Lau Mei Suet and Mr. Tsang Ho Yin, has been established to advise the Independent Shareholders as to whether the terms of the Rights Issue are fair and reasonable and in the interests of the Company and the Shareholders as a whole, and to advise the Independent Shareholders on how to vote at the EGM.

APPOINTMENT OF INDEPENDENT FINANCIAL ADVISER

The Board is pleased to announce that on 10 April 2024, Silverbricks Securities Company Limited, a corporation licensed by the SFC to carry out type 1 (dealing in securities), type 2 (dealing in futures contracts) and type 6 (advising on corporate finance) regulated activities under the SFO, has been appointed as the Independent Financial Adviser to advise the Independent Board Committee and the Independent Shareholders as to whether the terms of the Rights Issue are fair and reasonable. The appointment of the Independent Financial Adviser has been approved by the Independent Board Committee.

The letter of advice from the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders and the letter of recommendation from the Independent Board Committee to the Independent Shareholders in relation to the Rights Issue will be included in the circular to be despatched by the Company to the Shareholders on or before 17 May 2024.

By order of the Board
Zijing International Financial Holdings Limited
Lee Chun Wai
Chairman and Executive Director

Hong Kong, 10 April 2024

As at the date of this announcement, the executive Directors are Mr. Lee Chun Wai and Ms. Ji Yi; and the independent non-executive Directors are Mr. Choi Tak Fai, Ms. Lau Mei Suet and Mr. Tsang Ho Yin.

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 at www.hkexnews.hk for at least seven days from the day of its posting. This announcement will also be published on the Company’s website at <http://www.hklistco.com/8340>.