華億金控集團有限公司

SINOFORTUNE FINANCIAL HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 08123)

PROFIT WARNING

This announcement is made by Sinofortune 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 in the GEM Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

The board (the "**Board**") of directors (the "**Directors**") of the Company wishes to inform the shareholders and potential investors of the Company that, based on the preliminary review on the unaudited consolidated management accounts of the Group for the six months ended 30 June 2026 (the "**HY2026**") and the information currently available to the Board, the Group is expected to record a loss of approximately HK$5.9 million for HY2026, as compared to a profit of approximately HK$7.0 million as recorded in the six months ended 30 June 2025 ("**HY2025**").

Although the Group recorded a substantial increase in revenue to approximately HK$46.1 million for HY2026 (HY2025: approximately HK$4.5 million), driven by the newly established providing artificial intelligence and digital marketing services segment alongside higher revenue from the trading of motor vehicles, the increase in revenue was accompanied by corresponding rises in changes in inventories of finished goods and other direct costs. As a result, before taking into account the one-off impairment reversal items, the Group's underlying operating performance for HY2026 was broadly comparable to that of HY2025.

The loss was primarily attributable to several one-off and non-cash items. During HY2026, there was an absence of the substantial reversal of impairment loss on advance payments for purchase of trading motor vehicles (HY2025: approximately HK$18.6 million). This effect was partially offset by the reversal of impairment loss on other receivables of approximately HK$3.5 million recognised in HY2026 (HY2025: Nil).

As the Company is still in the process of finalizing its consolidated financial statements for HY2026, the information contained in this announcement is only based on the preliminary assessment by the Board, with reference to the management accounts and the information currently available which are subject to finalization and adjustments, and has not been reviewed by the audit committee nor the auditors of the Company. Further details of the Group's financial results and performance for HY2026 will be disclosed in the results announcement for HY2026 in accordance with the requirements of the GEM Listing Rules, which is expected to be published on 14 August 2026.

Rule 10 of The Code on Takeovers and Mergers of Hong Kong (the "Takeovers Code")

Reference is made to (i) the announcement of the Company dated 10 June 2026 in relation to, among other things, the commencement of the offer period and (ii) the announcement jointly issued by Mr. Wang Jiawei and the Company dated 23 June 2026 (the "**Rule 3.5 Announcement**") in relation to, among other things, the Offer (as defined in the Rule 3.5 Announcement).

The profit warning included in this announcement (the "**Profit Warning**") constitutes a profit forecast under Rule 10 of the Takeovers Code and should be reported on by the Company's financial adviser and auditors in accordance with Rule 10 of the Takeovers Code. In view of the requirements of timely disclosures of the inside information under Rule 17.10 of the GEM Listing Rules and the Inside Information Provisions, the Company is required to issue this announcement as soon as practicable and given the time constraints, the Company has encountered genuine practical difficulties (time-wise or otherwise) in meeting the reporting requirements set out in Rule 10 of the Takeovers Code.

Under Rule 10 and Practice Note 2 of the Takeovers Code, if a profit forecast is made during an offer period and is first published in an announcement, it must be repeated in full, together with the reports from the Company's financial advisers and auditors on the said profit forecast, in the next document to be sent to the shareholders by the Company (the "**Shareholders' Document**"). However, if the unaudited interim results of the Company for the six months ended 30 June 2026 (which fall within the ambit of Rule 10.9 of the Takeovers Code), which are expected to be published on 14 August 2026, are published prior to the despatch of the next Shareholders' Document and the relevant results together with the notes to the financial statements are incorporated by reference in the next Shareholders' Document, the requirements to report on the Profit Warning under Rule 10 of the Takeovers Code will no longer apply.

Shareholders and potential investors of the Company should note that the Profit Warning has not been reported on in accordance with the requirements under Rule 10 of the Takeovers Code and does not meet the standard required by Rule 10 of the Takeovers Code. Shareholders and potential investors of the Company should therefore exercise caution in placing reliance on the Profit Warning in assessing the merits and demerits of the Offer (as defined in the Rule 3.5 Announcement). Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company. Persons who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional adviser.

By order of the Board
Sinofortune Financial Holdings Limited
Wang Jiawei
Chairman

Hong Kong, 6 August 2026

As of the date of this announcement, the executive Directors are Mr. Wang Jiawei and Ms. Lai Yuk Mui, the independent non-executive Directors are Professor Zhang Benzheng, Mr. Li Jianxing, Professor Chen Shu Wen and Mr. Lee Kwun Kwan.

For the purpose of the GEM Listing Rules, 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.

For the purpose of the Takeovers Code, all Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

This announcement will remain on the "Latest Listed Company Information" page of the website of the Stock Exchange at http://www.hkexnews.hk for at least 7 days from the date of its posting and on the Company's website at http://www.sinofortune.hk.