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智富資源投資控股集團有限公司

WISDOM WEALTH RESOURCES INVESTMENT HOLDING GROUP LIMITED

*(Formerly known as “Hong Kong Finance Investment Holding Group Limited 香港金融投資控股集團有限公司”
(Incorporated in Bermuda with limited liability)*

(Stock Code: 7)

COMPLETION OF ISSUE OF CONVERTIBLE BONDS UNDER GENERAL MANDATE

References are made to the announcements of Wisdom Wealth Resources Investment Holding Group Limited (the “**Company**”) dated 7 June 2021 and 30 June 2021 in relation to, among others, the issue of the Convertible Bonds under General Mandate (collectively, the “**Announcements**”). Capitalised terms used in this announcement shall have the same meaning as those defined in the Announcements, unless otherwise defined.

COMPLETION OF THE SUBSCRIPTION

The Board is pleased to announce that all conditions precedent of the Subscription Agreement (as supplemented by the supplemental agreement dated 30 June 2021) have been fulfilled and Completion took place on 9 July 2021 in accordance with the terms and conditions of the Subscription Agreement (as supplemented by the supplemental agreement dated 30 June 2021). The Convertible Bonds in an aggregate principal amount of HK\$20,000,000 have been issued to Lucky Alliance Enterprises Limited, the Subscriber.

EFFECT ON THE SHAREHOLDING STRUCTURE

The following table sets out the shareholding structure of the Company (i) as at the date of this announcement; and (ii) upon full conversion of the Convertible Bonds:

Shareholders	As at the date of this announcement		Upon full conversion of the Convertible Bonds	
	<i>Number of shares</i>	<i>Approximately % (Note 2)</i>	<i>Number of shares</i>	<i>Approximately % (Note 2)</i>
Dr. Hui (<i>Note 1</i>)	2,139,486,542	53.49	2,139,486,542	53.22
The Subscriber	–	–	20,408,163	0.51
Public Shareholders	<u>1,860,513,458</u>	<u>46.51</u>	<u>1,860,513,458</u>	<u>46.27</u>
	<u><u>4,000,000,000</u></u>	<u><u>100.00</u></u>	<u><u>4,020,408,163</u></u>	<u><u>100.00</u></u>

Notes:

- These Shares included 954,000 Shares held by Wisdom On Holdings Ltd, 277,926,000 Shares held by Hong Kong Finance Investment Limited, 407,187,143 Shares held by Hong Kong Finance Equity Management Limited, 841,780,284 Shares held by Hong Kong Finance Equity Investment Limited, and 611,639,115 Shares held by Hong Kong Finance Equity Holding Limited respectively. The issued share capital of Wisdom On Holdings Ltd and Hong Kong Finance Investment Limited are directly wholly-owned by Dr. Hui. The issued share capital of Hong Kong Finance Equity Management Limited, Hong Kong Finance Equity Investment Limited and Hong Kong Finance Equity Holding Limited are indirectly wholly-owned by Dr. Hui.
- Certain percentage figures included in the above table have been subject to rounding adjustments. Accordingly, figures shown as totals may not be an arithmetic aggregation of the figures preceding them.

GENERAL MANDATE

As at the date of this announcement, no Shares have been issued under the General Mandate and the Company is authorized to allot and issue a maximum of 800,000,000 new Shares under the General Mandate granted to the Directors at the annual general meeting of the Company held on 15 July 2020. Based on the Conversion Price of HK\$0.98 per Conversion Share, a total of 20,408,163 Conversion Shares will be allotted and issued upon full conversion of the Convertible Bonds. Upon exercise of the conversion rights attaching to the Convertible Bonds in full, the Conversion Shares will be allotted and issued under the General Mandate.

USE OF PROCEEDS

The net proceeds from the Subscription (after deducting related expenses of the Subscription) amounted to approximately HK\$19.8 million. The Company intends to use the net proceeds for general working capital of the Group.

CONTINUED SUSPENSION OF TRADING

At the request of the Company, trading in the Shares on the Stock Exchange has been suspended with effect from 9:00 a.m. on 1 April 2021 and will remain suspended until further notice.

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

By order of the Board

Wisdom Wealth Resources Investment Holding Group Limited

Dr. Hui Chi Ming, G.B.S., J.P.

Chairman

Hong Kong, 20 July 2021

As at the date of this announcement, the Honorary Chairman and Senior Consultant of the Company is Dr. Yukio Hatoyama; the senior consultants of the Company comprise Dr. Wang Tao, Mr. Fu Chenyu and Mr. Lalaharisaina Joelivalerien; the board of directors comprises seven executive Directors, namely, Dr. Hui Chi Ming, G.B.S., J.P., Mr. Neil Bush, Mr. Cao Yu, Mr. Xu Jun Jia, Mr. Lam Kwok Hing, M.H., J.P., Mr. Nam Kwok Lun and Mr. Hui Ngok Lun; and three independent non-executive Directors, namely, Mr. Ngan Kam Biu, Stanford, Mr. Tam Chak Chi, Mr. Ma Kin Ling.