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SUNWAH KINGSWAY **新華滙富**

SUNWAH KINGSWAY CAPITAL HOLDINGS LIMITED

新華滙富金融控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 00188)

DISCLOSEABLE TRANSACTION

FURTHER DISPOSALS OF LISTED SECURITIES

THE FURTHER DISPOSALS OF LISTED SECURITIES

Reference is made to the announcement of the Company dated 19 November 2021 in relation to the disposals of an aggregate of 293,000 China Mobile Shares at an average daily price between HK\$41.0 and HK\$56.8 per China Mobile Share for an aggregate consideration of approximately HK\$14.8 million (exclusive of transaction costs) by the Company, through its wholly-owned subsidiaries, in a series of transactions between 12 January 2021 and 19 November 2021.

Between 7 January 2022 and 6 July 2022, the Company, through its wholly-owned subsidiaries, conducted on the Stock Exchange a series of on-market transactions to further dispose of an aggregate of 249,000 China Mobile Shares (representing approximately 0.001% of the total issued China Mobile Shares as at the date of this announcement) at an average daily price between HK\$49 and HK\$57 per China Mobile Share for an aggregate consideration of approximately HK\$12.9 million (exclusive of transaction costs).

LISTING RULES IMPLICATIONS

As the Previous Disposals and the Further Disposals took place and completed within a 12-month period, the Further Disposals were required to be aggregated with the Previous Disposals as a series of transactions pursuant to Rule 14.22 of the Listing Rules. As one or more of the applicable percentage ratios (as defined in the Listing Rules) in respect of the Further Disposals (both on a standalone basis and when aggregated with the Previous Disposals) exceeds 5% but are less than 25%, the Further Disposals constitute a discloseable transaction of the Company and are therefore subject to the reporting and announcement requirement under Chapter 14 of the Listing Rules.

THE PREVIOUS DISPOSALS OF LISTED SECURITIES

Reference is made to the announcement of the Company dated 19 November 2021 in relation to the disposals of an aggregate of 293,000 China Mobile Shares at an average daily price between HK\$41.0 and HK\$56.8 per China Mobile Share for an aggregate consideration of approximately HK\$14.8 million (exclusive of transaction costs) by the Company, through its wholly-owned subsidiaries, in a series of transactions between 12 January 2021 and 19 November 2021.

THE FURTHER DISPOSALS OF LISTED SECURITIES

Between 7 January 2022 and 6 July 2022, the Company, through its wholly-owned subsidiaries, conducted on the Stock Exchange a series of on-market transactions to further dispose of an aggregate of 249,000 China Mobile Shares (representing approximately 0.001% of the total issued China Mobile Shares as at the date of this announcement) at an average daily price between HK\$49 and HK\$57 per China Mobile Share for an aggregate consideration of approximately HK\$12.9 million (exclusive of transaction costs).

As the Further Disposals were made through the open-market of the Stock Exchange, the Company is not aware of the identities of the buyers of the China Mobile Shares and accordingly, to the best knowledge, information and belief of the Directors having made all reasonable enquires, the buyers of such China Mobile Shares are Independent Third Parties.

REASONS FOR AND BENEFITS OF THE FURTHER DISPOSALS

The Group's principal businesses are the provision of financial services, including securities and commodities and futures broking, corporate finance, asset management, money lending, property investment and proprietary investments.

The Further Disposals provided the Group with an opportunity to realise a portion of its investment in China Mobile. The Further Disposals were made with reference to the prevailing market price at the time of the sale and will enable the Group to realise cash resources to fund general working capital and to fund further potential investments. The Further Disposals realised a gain of approximately HK\$0.3 million, being the difference between the aggregate consideration for the Further Disposals and the aggregate purchase price of the China Mobile Shares sold.

As the Further Disposals were made at the prevailing market price on the open market of the Stock Exchange, the Directors are of the view that the Further Disposals were fair and reasonable, on normal commercial terms and in the best interest of the Company and its Shareholders as a whole.

INFORMATION ABOUT CHINA MOBILE

China Mobile is a company incorporated in Hong Kong with limited liability. According to publicly available information, China Mobile is an investment holding company principally engaged in telecommunication and related businesses. Its businesses primarily consist of mobile voice and data business, broadband and other services. China Mobile mainly operates businesses in the PRC and provides communications and information services in all 31 provinces, autonomous regions and directly-administered municipalities throughout the mainland of China and in Hong Kong SAR.

The following financial information is extracted from the public document of China Mobile:

| | For the year ended 31 December | |
|----------------------------|--------------------------------|-------------|
| | 2020 | 2021 |
| | RMB million | RMB million |
| Operating revenue | 768,070 | 848,258 |
| Profit before tax | 142,359 | 152,184 |
| Profit for the year | 108,140 | 116,306 |
| Total equity | 1,152,772 | 1,210,292 |

LISTING RULES IMPLICATIONS

As the Previous Disposals and the Further Disposals took place and completed within a 12-month period, the Further Disposals were required to be aggregated with the Previous Disposals as a series of transactions pursuant to Rule 14.22 of the Listing Rules. Pursuant to the Listing Rules, as one or more of the applicable percentage ratios (as defined in the Listing Rules) in respect of the Further Disposals (both on a standalone basis and when aggregated with the Previous Disposals) exceeds 5% but are less than 25%, the Further Disposals constitute a discloseable transaction of the Company and are therefore subject to the reporting and announcement requirement under Chapter 14 of the Listing Rules.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following terms have the following meanings when used herein.

| | |
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| “Board” | the board of Directors |
| “China Mobile” | China Mobile Limited, a company incorporated in the Hong Kong with limited liability, the shares of which are listed on the Main Board of the Stock Exchange (Stock Code : 00941) |
| “China Mobile Share(s)” | ordinary share(s) of China Mobile which are listed on the Main Board of the Stock Exchange |
| “Company” | Sunwah Kingsway Capital Holdings Limited, a company incorporated in Bermuda with limited liability, the shares of which are listed on the Main Board of the Stock Exchange (Stock Code:00188) |
| “Director(s)” | Directors of the Company |
| “Further Disposals” | the further disposals by the wholly owned subsidiaries of the Company of 249,000 China Mobile Shares on the market of the Stock Exchange for an aggregate consideration of approximately HK\$12.9 million (exclusive of transaction costs) during the period between 7 January 2022 and 6 July 2022 |
| “Group” | the Company and its subsidiaries |
| “HK\$” | Hong Kong dollars, the lawful currency of Hong Kong |
| “Hong Kong” | The Hong Kong Special Administrative Region of the People’s Republic of China |
| “Independent Third Party(ies)” | third party(ies) independent of the Company and the connected persons of the Company |
| “Listing Rules” | The Rules Governing the Listing of Securities on the Stock Exchange |
| “PRC” | People’s Republic of China (excluding Hong Kong, Macau Special Administrative Region and Taiwan) |

| | |
|----------------------|---|
| “Previous Disposals” | the disposals by the wholly owned subsidiaries of the Company of 293,000 China Mobile Shares on the market of the Stock Exchange for an aggregate consideration of approximately HK\$14.8 million (exclusive of transaction costs) during the period between 12 January 2021 and 19 November 2021 |
| “RMB” | Renminbi, the lawful currency of the PRC |
| “Shareholder(s)” | Holder(s) of share(s) of the Company |
| “Stock Exchange” | The Stock Exchange of Hong Kong Limited |
| “%” | per cent |

By Order of the Board
Sunwah Kingsway Capital Holdings Limited
Vincent Wai Shun Lai
Company Secretary

Hong Kong, 6 July 2022

As at the date of this announcement, the directors of the Company are Jonathan Koon Shum Choi as Chairman, Michael Koon Ming Choi as Chief Executive Officer & Executive Director, Janice Wing Kum Kwan and Lee G. Lam as Non-Executive Directors, Robert Tsai To Sze, Elizabeth Law and Huanfei Guan as Independent Non-Executive Directors.