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This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for shares or other securities of Futu Holdings Limited (the “**Company**”). Prospective investors should read the listing document dated December 22, 2022 (the “**Listing Document**”) issued by the Company for detailed information about the Company.

The Company is controlled through weighted voting rights. Prospective investors should be aware of the potential risks of investing in a company with a WVR structure, in particular that the WVR Beneficiary, whose interests may not necessarily be aligned with those of our Shareholders as a whole, will be in a position to exert significant influence over the outcome of Shareholders’ resolutions, irrespective of how other Shareholders vote. For further information about the risks associated with our WVR structure, please refer to the section headed “Risk Factors – Risks Related to Our Class A Ordinary Shares and ADSs” of the Listing Document. Prospective investors should make the decision to invest in the Company only after due and careful consideration.

Unless otherwise defined in this announcement, capitalized terms in this announcement shall have the same meanings as those defined in the Listing Document.



**Futu Holdings Limited**

**富途控股有限公司**

*(A company controlled through weighted voting rights and incorporated in the Cayman Islands with limited liability)*

**NOTICE OF LISTING BY WAY OF INTRODUCTION  
ON THE MAIN BOARD OF  
THE STOCK EXCHANGE OF HONG KONG LIMITED**

*Joint Sponsors*



*Sole Financial Advisor*



## **LISTING AND DEALINGS**

Application has been made to the Listing Committee of the Hong Kong Stock Exchange for the listing of, and permission to deal in, (i) the Class A Ordinary Shares in issue; (ii) the Class A Ordinary Shares to be issued pursuant to the Share Incentive Plans; and (iii) the Class A Ordinary Shares that are issuable upon conversion of the Class B Ordinary Shares on a one to one basis.

The ADSs representing our Class A Ordinary Shares are currently listed and traded on the Nasdaq. We have applied for a listing of our Class A Ordinary Shares on the Main Board of the Hong Kong Stock Exchange pursuant to Rule 8.05(3) as well as Chapter 8A (Weighted Voting Rights) of the Hong Kong Listing Rules. The listing of Class A Ordinary Shares on the Main Board of the Hong Kong Stock Exchange is by way of introduction only and there are no Class A Ordinary Shares being issued or sold in connection with the Listing.

Dealings in the Class A Ordinary Shares on the Hong Kong Stock Exchange are expected to commence on Friday, December 30, 2022. Our Class A Ordinary Shares will be traded on the Hong Kong Stock Exchange in board lots of 100 Class A Ordinary Shares. Dealings in our Class A Ordinary Shares on the Hong Kong Stock Exchange will be conducted in Hong Kong dollars. The stock code of our Class A Ordinary Shares on the Hong Kong Stock Exchange is 3588.

## **ELIGIBILITY FOR CCASS**

Subject to the granting of the approval for the listing of, and permission to deal in, the Class A Ordinary Shares on the Hong Kong Stock Exchange and the compliance with the stock admission requirements of HKSCC, the Class A Ordinary Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in the Class A Ordinary Shares on the Hong Kong Stock Exchange or on any other date as may be determined by HKSCC. Settlement of transactions between participants of the Hong Kong Stock Exchange is required to take place in CCASS on the second settlement day thereafter. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. Investors should seek the advice of their stockbrokers or other professional advisers for details of the settlement arrangement as such arrangements may affect their rights and interests. All necessary arrangements have been made for the Class A Ordinary Shares to be admitted into CCASS.

## **AVAILABILITY OF THE LISTING DOCUMENT**

Electronic copies of the Listing Document are available on the websites of the Company at [\*\*\*ir.futuholdings.com\*\*\*](http://ir.futuholdings.com) and the Hong Kong Stock Exchange at [\*\*\*www.hkexnews.hk\*\*\*](http://www.hkexnews.hk).

## **TRANSFER OF SHARES TO HONG KONG PRIOR TO THE LISTING**

As disclosed in the section headed “Market Arrangements to Facilitate Dealings in Hong Kong” of the Listing Document, arrangements have been made to facilitate transfer to Hong Kong and conversion of ADSs to Class A Ordinary Shares.

For holders of our Class A Ordinary Shares who have already submitted the specimen signature(s) to our Hong Kong Share Registrar and opened a broker account in Hong Kong or otherwise have a CCASS Investor Participant stock account, such Shareholders shall make necessary arrangements with the broker or arrange personally for deposit of their Class A Ordinary Shares into the relevant CCASS Participant’s stock account or CCASS Investor Participant stock account.

For holders of the ADSs who wish to cancel their ADSs to withdraw the Class A Ordinary Shares the ADSs represent, and who have already opened a broker account in Hong Kong or otherwise have a CCASS Investor Participant stock account, such ADS holders shall instruct the broker to arrange, or arrange personally, for surrender of the ADSs to the depository for cancellation of the ADSs and the transfer of the Class A Ordinary Shares withdrawn from the depository’s stock account with the custodian within the CCASS system to the investor’s Hong Kong stock account.

Our Company has arranged with our principal share registrar in the Cayman Islands and Hong Kong Share Registrar to arrange for the removal of a portion of our Class A Ordinary Shares (which includes all of our Class A Ordinary Shares represented by ADSs) from our Cayman Islands share register to our Hong Kong Share register prior to the Listing at no additional cost to the Shareholders.

## **BRIDGING ARRANGEMENTS**

In connection with the Listing, HSBC Securities Brokers (Asia) Limited and Goldman Sachs (Asia) Securities Limited have been appointed as the Designated Dealer and the Alternate Designated Dealer, respectively. Upon the Listing and during the Bridging Period (being a period of one month commencing on the Listing Date), the Designated Dealer and/or its affiliates will seek to undertake, or under the circumstance that the trades cannot be undertaken by the Designated Dealer as a result of technical failures, request the Alternate Designated Dealer to undertake, certain trading activities in circumstances as described in the section headed “Market Arrangements to Facilitate Dealings in Hong Kong” of the Listing Document. The Bridging Period will end on Sunday, January 29, 2023. The Alternate Designated Dealer will only undertake trading activities at the request of the Designated Dealer. Such bridging and liquidity arrangements (including arbitrage activities) are expected to contribute to the liquidity of trading in the Class A Ordinary Shares in the Hong Kong market upon the Listing as well as to reduce potential material divergence between prices of Class A Ordinary Shares quoted on the Hong Kong Stock Exchange and ADSs quoted on the Nasdaq.

In connection with the bridging arrangements, the Stock Borrowing Agreement was entered into between The Hongkong and Shanghai Banking Corporation Limited as borrower (the “**Borrower**”) and Lera Ultimate Limited as lender (the “**Lender**”) on December 22, 2022 to ensure that the Designated Dealer and/or the Alternate Designated Dealer will have ready access to appropriate quantities of Class A Ordinary Shares for settlement purposes upon Listing and throughout the Bridging Period.

Pursuant to the Stock Borrowing Agreement, the Lender will make available to the Borrower stock lending facilities of up to 50,000,000 Class A Ordinary Shares (the “**Borrowed Shares**”), or approximately 5.72% of the Class A Ordinary Shares in issue immediately upon Listing (assuming no further Shares are issued under the Share Incentive Plans between the Latest Practicable Date and the Listing Date) on one or more occasions, subject to applicable Laws. The Borrowed Shares will be registered on our Hong Kong Share register and admitted into CCASS prior to and upon Listing.

Under the Stock Borrowing Agreement, the Borrowed Shares shall be returned to the Lender no later than 20 business days after the expiry of the Bridging Period. To close out their borrowed positions, the Designated Dealer and/or the Alternate Designated Dealer may purchase ADSs from Nasdaq and convert such ADSs into Class A Ordinary Shares, purchase Class A Ordinary Shares from the Hong Kong Stock Exchange or use any unutilised Borrowed Shares registered on our Hong Kong Share register to transfer to the Lender. The Designated Dealer and/or the Alternate Designated Dealer may sell Class A Ordinary Shares in the Hong Kong market, in order to provide liquidity to meet demand for our Class A Ordinary Shares in the Hong Kong market during the Bridging Period.

If necessary, the Designated Dealer and/or the Alternate Designated Dealer may repeat the process or alternatively may purchase Class A Ordinary Shares from the Hong Kong market, in order to provide additional liquidity to meet demand for our Class A Ordinary Shares in the Hong Kong market during the Bridging Period.

In the unlikely event that the amount of Borrowed Shares falls short of what is required, the Designated Dealer and the Alternate Designated Dealer have the option to purchase additional ADSs from the U.S. market and convert these to Class A Ordinary Shares in Hong Kong in order to facilitate the liquidity arrangements if necessary.

Certain trades envisaged to be carried out by the Designated Dealer and the Alternate Designated Dealer during the Bridging Period may constitute covered short-selling (or be deemed to constitute short-selling) under Hong Kong Laws. The Rules and Regulations of the Exchange and the Options Trading Rules (the “**Rules of the Exchange**”) prohibit short-selling other than short selling of Designated Securities (as defined in the Rules of the Exchange) during the Pre-opening Session (as defined in the Rules of the Exchange), the Continuous Trading Period (as defined in the Rules of the Exchange) and the Closing Auction Session (as defined in the Rules of the Exchange).

The Designated Dealer and the Alternate Designated Dealer, have applied to the Hong Kong Stock Exchange for, and the Hong Kong Stock Exchange has granted, an exemption: (i) in order to permit the Designated Dealer and the Alternate Designated Dealer to conduct the proposed activities described above which may constitute (or may be deemed to constitute) short-selling of securities during the Pre-opening Session (as defined in the Rules of the Exchange as being from 9:00 a.m. to 9:30 a.m. on the commencement of the morning trading session, Hong Kong time), the Continuous Trading Period in circumstances where the Shares are not Designated Securities, and Closing Auction Session (as defined in the Rules of the Exchange as being from 4:00 p.m. to 4:10 p.m. on closing of afternoon session or, when there is no afternoon session on the eves of Christmas, New Year and Lunar New Year, from 12:00 noon to 12:10 p.m., Hong Kong time); and (ii) from the regulation that a short sale shall not be made on the Hong Kong Stock Exchange below the POS reference price, the best current ask price or the CAS reference price except where the Designated Security is a Market Making Security (as defined in the Rules of the Exchange) approved by the SFC to be excluded from the application of the regulation.

The Designated Dealer and the Alternate Designated Dealer have each set up a designated dealer identity number, being 7691 and 7692, respectively, solely for the purposes of carrying out arbitrage trades, covered short-sales and other trades under this exercise in Hong Kong, in order to ensure identification and enhance transparency of such trades in the Hong Kong market. Any change in a designated dealer identity number will be disclosed as soon as practicable by way of announcement on the websites of our Company and the Hong Kong Stock Exchange as well as our Company's filings with the SEC published on the SEC's website on or before the first day of the Bridging Period.

Prospective investors should refer to the section headed "Market Arrangements to Facilitate Dealings in Hong Kong — Bridging and Liquidity Arrangements" of the Listing Document for further details.

## **INVESTOR EDUCATION**

Prior to the Listing, our Company and the Joint Sponsors will cooperate to inform the investor community of general information about our Company, as well as developments and/or changes to the market arrangements disclosed in the Listing Document. After Listing, our Company and the Joint Sponsors may continue to take measures to educate the public. The following measures may be taken to enhance transparency of our Company and the market arrangements, as appropriate:

- (a) media briefings and press interviews to inform investors of the arrangements;
- (b) analyst briefings to local brokerages/research houses that cover Hong Kong-listed companies;
- (c) investor relations activities, such as a non-deal road show, to maintain the interest of investors in our Class A Ordinary Shares and our business;
- (d) details of the available pool of Class A Ordinary Shares (with the aggregate number of Class A Ordinary Shares which have been registered on the Hong Kong Share register and the inventory held by the Designated Dealer, and the designated dealer identity number(s) for carrying out liquidity activities) at the time of the Listing to meet the demand in the Hong Kong market will be disclosed by way of an announcement on the websites of our Company and the Hong Kong Stock Exchange as well as our Company's filings with the SEC published on the SEC's website not later than one business day before the commencement of trading of our Class A Ordinary Shares on the Hong Kong Stock Exchange;
- (e) information, including the previous day closing price of our Company, trading volume and other relevant historical trading data will be disclosed by way of a daily announcement on the websites of our Company and the Hong Kong Stock Exchange during a period of three business days prior to the commencement of dealings in our Class A Ordinary Shares on the Hong Kong Stock Exchange;
- (f) information on developments and updates of the liquidity arrangements (for example, updates on the accumulated average daily trading volume of our Class A Ordinary Shares on the Hong Kong Stock Exchange at interim periods) will be disclosed by way of announcement on the websites of our Company and the Hong Kong Stock Exchange on a weekly basis during the Bridging Period; and
- (g) electronic copies of the Listing Document will be available for public download from the websites of our Company and the Hong Kong Stock Exchange.

We have, and will continue to, take various measures to keep our Shareholders, investors and the market informed about our market arrangements, including dealing activities under the bridging and liquidity arrangements, and investor education prior to and after the Listing. This includes, in addition to those disclosed in the section headed “Market Arrangements to Facilitate Dealings in Hong Kong – Investor Education” in the Listing Document, the following measures:

- (a) publishing an announcement on the websites of our Company and the Hong Kong Stock Exchange as soon as practicable and in any event before 9:00 a.m., Hong Kong time, on the business day immediately before the Listing Date disclosing the number of Class A Ordinary Shares to be removed from our principal share register in the Cayman Islands and registered on our Hong Kong share register;
- (b) the interests of, and changes in interests from the dealings of, the Designated Dealer and the Alternate Designated Dealer in our Class A Ordinary Shares will be disclosed on the website of the Hong Kong Stock Exchange in accordance with Part XV of the SFO and other applicable laws; and
- (c) additional information about our Company can be found in our Company’s filings with the SEC published on the SEC’s website.

Prospective investors should refer to the section headed “Market Arrangements to Facilitate Dealings in Hong Kong” of the Listing Document for further details.

Dealings in the Class A Ordinary Shares on the Hong Kong Stock Exchange are expected to commence at 9:00 a.m., Hong Kong time, on Friday, December 30, 2022. The Class A Ordinary Shares will be traded in board lots of 100 Class A Ordinary Shares.

This announcement is available for viewing on the respective websites of the Company at [ir.futuholdings.com](http://ir.futuholdings.com) and the Hong Kong Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk).

By Order of the Board  
**Futu Holdings Limited**  
**Mr. Leaf Hua Li**  
*Chairman of the Board, Executive Director  
and Chief Executive Officer*

Hong Kong, December 22, 2022

*As at the date of this announcement, the board of directors of the Company comprises Mr. Leaf Hua Li, and Mr. Nineway Jie Zhang as the executive directors, Mr. Shan Lu as the non-executive director, and Mr. Vic Haixiang Li, Ms. Brenda Pui Man Tam and Mr. Yijiang Wang as the independent non-executive directors.*