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China Fortune Holdings Limited

中國長遠控股有限公司*

(Incorporated in Bermuda with limited liability, carrying on business in H.K. as CFH Limited)

(Stock Code: 110)

COMPLETION OF SUBSCRIPTIONS OF NEW SHARES UNDER GENERAL MANDATE

SUBSCRIPTIONS OF NEW SHARES UNDER GENERAL MANDATE

References are made to the announcements of China Fortune Holdings Limited (the “**Company**”) dated 30 March 2023 and 27 March 2023 (the “**Announcements**”) in relation, to among others, the subscriptions of new shares of the Company under general mandate. Capitalised terms used in this announcement shall have the same meanings as defined in the Announcements unless otherwise stated.

COMPLETION OF SUBSCRIPTIONS OF NEW SHARES UNDER GENERAL MANDATE

The Board is pleased to announce that as all the conditions precedent set out in the Subscription Agreements entered into as at 27 March 2023 and the Subscription Agreement entered into as at 30 March 2023 (collectively, the “**Subscription Agreements**”) have been fulfilled, the completion took place on 4 July 2023 in accordance with the terms and conditions of the Subscription Agreements. An aggregate of 28,000,000 Subscription Shares, representing approximately 13.24% of the issued share capital of the Company as enlarged by the issue and allotment of the Subscription Shares, have been allotted and issued to the subscribers at the Subscription Price of HK\$0.26 per Subscription Share. The net proceeds (after deduction of all relevant expenses) from the subscriptions of approximately HK\$7.16 million will be applied as general working capital of the Group as disclosed in the Announcements.

EFFECT OF SHAREHOLDING OF THE SUBSCRIPTIONS

The 28,000,000 Subscription Shares represent (i) approximately 15.3% of the issued share capital of the Company immediately before the completion; and (ii) approximately 13.24% of the issued share capital of the Company as enlarged by the issue and allotment of the Subscription Shares immediately following the completion.

The shareholding structure of the Company immediately before and following the completion are as follows:

Shareholders	Immediately before completion of the subscriptions		Immediately after completion of the subscriptions	
	Number of Shares	%	Number of Shares	%
Mr. Lau Siu Ying (“Mr. Lau”) (Note 1 and 2)	116,345,481	63.38	116,345,481	57.73
Subscriber I	—	—	10,000,000	4.73
Subscriber II	—	—	2,000,000	0.99
Subscriber III	—	—	2,000,000	0.99
Subscriber IV	—	—	2,000,000	0.99
Subscriber V	—	—	2,000,000	0.99
Subscriber	—	—	10,000,000	5.17
Other public Shareholders	<u>67,210,407</u>	<u>36.62</u>	<u>67,210,407</u>	<u>34.72</u>
Total	<u>183,555,888</u>	<u>100.00</u>	<u>211,555,888</u>	<u>100.00</u>

Notes:

1. These shares are held by Future 2000 Limited, a company incorporated in the British Virgin Islands which in turn is held by a discretionary trust. The beneficiaries of the discretionary trust include Mr. Lau, his spouse and his children.
2. Under the SFO, Mr. Lee Wai, Timothy is deemed to have interests in the shares of the Company as he is entitled to exercise more than one-third of the voting power at general meetings of Future 2000 Limited.

By order of the Board
China Fortune Holdings Limited
Lau Siu Ying
Chairman and Chief Executive Officer

Hong Kong, 4 July 2023

As at the date of this announcement, the Board comprises three executive directors, namely Mr. Lau Siu Ying, Mr. Wang Yu and Mr. Hou Zhenyang; and three independent non-executive directors, namely Dr. Law Chun Kwan, Dr. Lo Wai Shun and Mr. Leung Wai Hung.