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中國海外諾信國際控股有限公司

CHINA OVERSEAS NUOXIN INTERNATIONAL HOLDINGS LIMITED

(incorporated in Cayman Islands with limited liability)

(Stock Code: 00464)

SUPPLEMENTAL ANNOUNCEMENT IN RELATION TO ISSUE OF NEW SHARES UNDER GENERAL MANDATE

Reference is made to the announcement published by China Overseas Nuoxin International Holdings Limited (the “**Company**”) dated 11 September 2023 (the “**Announcement**”). Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement. This announcement provides supplemental information to the issue of new shares under general mandate and should be read in conjunction with the Announcement.

In addition to the information provided in the Announcement, the Board would like to provide supplemental information in respect of the use of net proceeds of the Subscriptions, the number of Subscription Shares under each of the Subscription Agreements and the conditions to completion of the Subscriptions.

Reasons for the Subscriptions and Use of Net Proceeds of the Subscriptions

The net proceeds of the Subscriptions of approximately HK\$22.50 million will be utilised for future business development and general working capital.

The Group has been actively looking for new business opportunities to diversify its business and enhance the long-term growth and shareholder value. The Company has recently been engaging a series of discussions with potential business partners to explore the possibility to establish a subsidiary, which will be principally engaged in provision of big data platform and solutions services (the “**Future Business Development**”). As the preliminary business plan, the target customers will be, including but not limited to, educational institutions and telecommunication companies. The Company will comply with the applicable requirements of the Listing Rules and make further announcement as and when appropriate in compliance with the Listing Rules.

The Board believes that the Subscriptions will allow the Company to receive additional funds at a reasonable cost to support the Group's existing operations and the Future Business Development, including recruiting staff and procuring equipment and software.

The detailed breakdown of the approximate allocation and expected timeline of the proposed uses of the net proceeds are as follows:

	Approximate Allocation <i>HK\$ million</i>	Expected timeline of proposed uses
Future Business Development	15.00	Fully utilised within 12 months from the Completion Date
General working capital	7.50	Fully utilised within 12 months from the Completion Date
Total	22.50	

The Subscription Shares

The Company has conditionally agreed to allot and issue, and each of the Subscribers has conditionally agreed to subscribe for, the Subscription Shares as follows at the Subscription Price of HK\$0.275 per Subscription Share:

Subscribers	Number of Subscription Shares	Nominal value of the Subscription Shares <i>HK\$</i>
Subscriber A	13,612,000	13,612
Subscriber B	3,888,000	3,888
Subscriber C	3,888,000	3,888
Subscriber D	3,888,000	3,888
Subscriber E	5,836,000	5,836
Subscriber F	5,836,000	5,836
Subscriber G	46,672,000	46,672
Subscriber H	3,888,000	3,888
Total	87,508,000	87,508

Conditions to Completion of the Subscriptions

Except for the conditions to completion of the Subscriptions mentioned in the Announcement, the Completion of each of the Subscription Agreements is not inter-conditional upon the Completion of any of the other Subscription Agreements.

The information contained in this supplemental announcement does not affect the other information contained in the Announcement. Save as disclosed in this announcement, all the other information and contents in the Announcement remain unchanged.

Since completion of the Subscriptions is subject to the fulfilment of the conditions as set out in the Subscription Agreements, the Subscriptions may or may not proceed. Shareholders and potential investors are reminded to exercise caution when dealing in the Shares.

By Order of the Board
China Overseas Nuoxin International Holdings Limited
Zhang Huijun
Chairman

Hong Kong, 14 September 2023

As at the date of this announcement, the Board comprises two executive Directors, namely Mr. Zhang Huijun and Ms. Cai Dongyan, and three independent non-executive Directors, namely Mr. Hu Zhigang, Mr. Zhang Jiayou and Mr. Ma Yu-heng.

Website: www.co-nuoxin.com