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GoFintech Innovation Limited
國富創新有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 290)

Website: <https://290.com.hk/>

**RESULTS OF THE VALID APPLICATIONS
AND ACCEPTANCES OF THE RIGHTS SHARES
AND
NUMBER OF UNSUBSCRIBED RIGHTS SHARES
SUBJECT TO THE COMPENSATORY ARRANGEMENTS**

Reference is made to the prospectus of GoFintech Innovation Limited (the “**Company**”) dated 12 January 2024 (the “**Prospectus**”), in relation to, among other things, the Rights Issue and the Placing.

Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Prospectus.

RESULTS OF THE VALID APPLICATIONS AND ACCEPTANCES OF THE RIGHTS SHARES

As at the Record Date, the total number of issued Shares was 1,581,561,462 and the maximum number of Rights Shares to be issued pursuant to the Rights Issue is 4,744,684,386.

The Board announces that:

- (i) As at the Record Date, there was no Excluded Shareholder and therefore there was no ES Unsold Rights Share in relation to Excluded Shareholder; and
- (ii) As at 4:00 p.m. on Friday, 26 January 2024, being the Latest Time for Acceptance, the Company had received eight (8) valid applications and acceptances of provisional allotments under the PALs for a total of 2,367,384,666 Rights Shares, representing approximately 49.90% of the total number of Rights Shares offered under the Rights Issue.

In view of the above, the Rights Issue was approximately 49.90% subscribed and accordingly, there are 2,377,299,720 Unsubscribed Rights Shares, representing approximately 50.10% of the total number of Rights Shares offered under the Rights Issue. The Unsubscribed Rights Shares will be subject to the Compensatory Arrangements.

THE COMPENSATORY ARRANGEMENTS

Pursuant to Rule 7.21(1)(b) of the Listing Rules, the Company has made the Compensatory Arrangements to place the 2,377,299,720 Unsubscribed Rights Shares aforementioned and such Unsubscribed Rights Shares are to be offered to independent placees for the benefit of the Shareholders to whom they were offered by way of the Rights Issue.

With respect to the Compensatory Arrangements, the Company has entered into the Placing Agreement to proceed with the Placing Arrangement, and pursuant to the Placing Agreement, the Company conditionally appointed the Placing Agent and the Placing Agent conditionally agreed to act as the placing agent for the Company (either by itself or through its sub-placing agents) to procure independent Placees, on a best effort basis, to subscribe for the Unsubscribed Rights Shares in accordance with the terms and conditions of the Placing Agreement.

According to the expected timetable for the Rights Issue and the Placing set out in the Prospectus, it is expected that the Placing of the Unsubscribed Rights Shares by the Placing Agent will commence on Thursday, 1 February 2024 and will end by not later than 6:00 p.m. on Monday, 5 February 2024.

Any Unsubscribed Rights Shares which are not placed under the Compensatory Arrangements will not be issued by the Company and the size of the Rights Issue will be reduced accordingly.

Net Gain (if any) will be paid (without interest) on pro-rata basis (on the basis of all Unsubscribed Rights Shares) to the No Action Shareholders (but rounded down to the nearest cent) as set out below:

- (i) the relevant Qualifying Shareholders (or such persons who hold any nil-paid rights at the time such nil-paid rights are lapsed) whose nil-paid rights are not validly applied for in full, by reference to the extent that Shares in his/her/its nil-paid rights are not validly applied for; and
- (ii) the relevant Excluded Shareholders with reference to their shareholdings in the Company on the Record Date.

If and to the extent in respect of any Net Gain, any No Action Shareholders become entitled on the basis described above to an amount of HK\$100 or more, such amount will be paid to the relevant No Action Shareholders in Hong Kong Dollars only and the Company will retain individual amounts of less than HK\$100 for its own benefit.

Shareholders are reminded that Net Gain may or may not be realised, and accordingly the No Action Shareholders may or may not receive any Net Gain.

Further announcement is expected to be made by the Company on Wednesday, 7 February 2024 on the results of the Rights Issue according to the expected timetable for the Rights Issue and the Placing set out in the Prospectus. Such announcement will include the results of the placing of the Unsubscribed Rights Shares and the amount of Net Gain per Unsubscribed Rights Shares (if any) under the Compensatory Arrangements.

WARNING

Shareholders and potential investors of the Company should note that the Rights Issue is conditional upon satisfaction of the conditions as set out in the paragraph headed “Conditions of the Rights Issue” in the Prospectus. Accordingly, the Rights Issue may or may not proceed. Any Shareholder or other person dealing in the Shares up to the date on which all the conditions to which the Rights Issue is subject are fulfilled will accordingly bear the risk that the Rights Issue may not become unconditional or may not proceed.

The Rights Issue will proceed on a non-underwritten basis irrespective of the level of acceptances of the provisionally allotted Rights Shares. In the event the Rights Issue is not fully subscribed, any Rights Shares not taken up by the Qualifying Shareholders or transferees of nil-paid Rights Shares will be placed to independent Places under the Compensatory Arrangements. Any Unsubscribed Rights Shares remain not placed under the Compensatory Arrangements will not be issued by the Company and the size of the Rights Issue will be reduced accordingly.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Shares. Any person who is in any doubt about his/her/its position or any action to be taken is recommended to consult his/her/its own professional adviser(s).

By order of the Board
GoFintech Innovation Limited
LIU Zhiwei
Chairman and Executive Director

Hong Kong, 31 January 2024

As at the date of this announcement, the Board consists of three executive Directors, namely Dr. LIU Zhiwei (Chairman), Mr. HUA Yang (Chief Executive Officer) and Ms. SUN Qing; two non-executive Directors, namely Mr. HAN Hanting and Dr. NIE Riming; and four independent non-executive Directors, namely Mr. CHAN Kin Sang, Mr. CHIU Kung Chik, Mr. LI Gaofeng and Ms. LUI Mei Ka.