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中国奇点国峰控股有限公司

China Qidian Guofeng Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1280)

**SUPPLEMENTAL ANNOUNCEMENT
IN RELATION TO THE SUBSCRIPTION OF SHARES UNDER
GENERAL MANDATE
AND RESUMPTION OF TRADING**

Reference is made to the announcement of the Company dated 28 June 2024 in relation to the Subscription Agreements, pursuant to which the Company has conditionally agreed to allot and issue, and each of the two Subscribers has conditionally agreed to subscribe for an aggregate of 158,627,138 Shares at the Subscription Price of HK\$0.512 per Share (the “**Announcement**”). Unless otherwise stated, capitalized terms used herein shall have the same meanings as those defined in the Announcement.

MODIFICATION OF THE TERMS OF THE SUBSCRIPTIONS

On 2 July 2024, the Company, after further negotiations, entered into supplemental subscription agreements (the “**Supplemental Subscription Agreements**”) with the two Subscribers, pursuant to which the Company and the two Subscribers agreed to update the Subscription Price from HK\$0.512 to HK\$0.515 per Subscription Share.

The updated Subscription Price of HK\$0.515 per Subscription Share was determined based on the prevailing market prices of the Shares and was arrived at by the Company and the two Subscribers through arm’s length negotiation. The updated Subscription Price of HK\$0.515 represents:

- (a) a discount of approximately 19.53% to the closing price of HK\$0.64 per Share as quoted on the Stock Exchange on 28 June 2024, being the last trading date of the Shares on the date of the Subscription Agreements; and

(b) a discount approximately 18.25% to HK\$0.63, being the average closing price as quoted on the Stock Exchange for the five consecutive trading days of the Shares immediately prior to the date of the Subscription Agreements.

The aggregate gross proceeds under the Subscriptions are expected to be HK\$81,692,976.07 and the net Subscription Price under the Supplemental Subscription Agreements, after deduction of relevant expenses, is estimated to be approximately HK\$81,392,976.07, representing a net Subscription Price of approximately HK\$0.513 per Subscription Share. The cash consideration of approximately (i) HK\$45,642,976.07 under Subscription Agreement I and (ii) HK\$36,050,000.00 under Subscription Agreement II will be payable in full by Subscriber I and Subscriber II on or prior to the date of the Completion, respectively,

Save and except for the aforesaid, all other terms of the Subscription Agreements remained unchanged.

TRADING RESUMPTION

The Company applied to the Stock Exchange for trading halt of the Shares with effect from 9:00 a.m. on 2 July 2024 pending the release of this supplemental announcement so as to furnish all information necessary to allow the Shareholders and potential investors to make properly informed decisions. Apart from this announcement, there is nothing that needs to be brought to the attention of the Shareholders in relation to the Subscriptions. Application has been made to the Stock Exchange for the resumption of trading in the Shares from 9:00 a.m. on 3 July 2024.

By order of the Board
China Qidian Guofeng Holdings Limited
Yuan Li
Chairman

Shenzhen, the PRC, 2 July 2024

As at the date of this announcement, the executive Directors of the Company are Mr. Yuan Li, Mr. Xu Xinying, Mr. Sun Yue and Mr. Zhuang Liangbao; the non-executive Directors of the Company are Mr. Gu Changchao and Mr. Wang Xianfu; and the independent non-executive Directors of the Company are Mr. Zhang Yihua, Mr. Chen Rui and Mr. Fung Tak Choi.