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China VC Holdings Limited
中國創投控股有限公司
(Incorporated in the British Virgin Islands with limited liability)

Affluent Foundation Holdings Limited
俊裕地基集團有限公司
(incorporated in the Cayman Islands with limited liability)
(Stock Code: 1757)

JOINT ANNOUNCEMENT

(1) CLOSE OF MANDATORY UNCONDITIONAL CASH OFFER BY YELLOW RIVER SECURITIES LIMITED FOR AND ON BEHALF OF CHINA VC HOLDINGS LIMITED TO ACQUIRE ALL THE ISSUED SHARES OF AFFLUENT FOUNDATION HOLDINGS LIMITED (OTHER THAN THOSE ALREADY OWNED AND/OR AGREED TO BE ACQUIRED BY CHINA VC HOLDINGS LIMITED AND/OR PARTIES ACTING IN CONCERT WITH IT); (2) RESULTS OF THE OFFER; (3) SETTLEMENT OF THE OFFER; AND (4) PUBLIC FLOAT

Financial adviser to the Offeror

Grande Capital Limited 均富資本有限公司

Offer agent to the Offeror

YELLOW RIVER SECURITIES

Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders

Capital 9 Limited

Reference is made to the composite offer and response document (the "**Composite Document**") jointly issued by China VC Holdings Limited (the "**Offeror**") and Affluent Foundation Holdings Limited (the "**Company**") dated 10 December 2025. Unless otherwise defined, capitalized terms herein shall have the same meanings as those defined in the Composite Document.

CLOSE OF THE OFFER

The Offeror and the Company jointly announce that the Offer was closed at 4:00 p.m. on Friday, 2 January 2026 and was not revised or extended by the Offeror.

RESULTS OF THE OFFER

As at 4:00 p.m. on Friday, 2 January 2026, being the latest time and date for acceptance of the Offer as set out in the Composite Document, the Offeror received one valid acceptance in respect of a total of 4,390,000 Offer Shares under the Offer, representing approximately 0.37% of the total issued share capital of the Company as at the date of this joint announcement.

Immediately after the close of the Offer and as at the date of this joint announcement (assuming that the transfer of the Offer Shares under acceptance has been completed), the Offeror and the parties acting in concert with it are interested in an aggregate of 904,390,000 Shares, representing approximately 75.37% of the total issued share capital of the Company.

SETTLEMENT OF THE OFFER

Based on the one valid acceptance in respect of 4,390,000 Offer Shares under the Offer at the Offer Price of HK$0.089 per Offer Share, the total cash consideration for the Offer is HK$390,710.00.

Remittances in respect of the cash consideration (after deducting the seller's ad valorem stamp duty) payable for the Offer Shares tendered under the Offer will be despatched to the Independent Shareholders accepting the Offer by ordinary post at their own risk as soon as possible, but in any event no later than seven (7) Business Days after the date of receipt by the Registrar of all relevant documents (receipt of which renders such acceptance complete and valid), in accordance with the Takeovers Code.

The latest date for posting of the remittances for amounts due under the Offer in respect of valid acceptances received under the Offer is Tuesday, 13 January 2026.

SHAREHOLDING STRUCTURE OF THE COMPANY

Before Completion, the Offeror, its ultimate beneficial owners and parties acting in concert with any of them do not hold any Shares. Immediately after the Completion and prior to the commencement of the Offer Period (which commenced on 23 October 2025 with the publication of the Joint Announcement), save for the 900,000,000 Shares held by the Offeror, representing approximately 75% of the then total issued share capital of the Company, none of the Offeror, its ultimate beneficial owner and parties acting in concert with any of them held, owned, controlled or had direction over any Shares or voting rights of the Company or any other relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) of the Company.

Immediately before the commencement of the Offer (being the date of despatch of the Composite Document on 11 December 2025), the Offeror, its ultimate beneficial owners and parties acting in concert with any of them were interested in an aggregate of 900,000,000 Shares, representing approximately 75% of the then total issued share capital of the Company. Immediately after the close of the Offer, taking into account the valid acceptances in respect of a total of 4,390,000 Offer Shares under the Offer (assuming that the transfer of the Offer Shares under acceptances has been completed), the Offeror, its ultimate beneficial owners and parties acting in concert with any of them are interested in an aggregate of 904,390,000 Shares, representing approximately 75.37% of the total issued share capital of the Company as at the date of this joint announcement.

Save as disclosed above, none of the Offeror, its ultimate beneficial owners and parties acting in concert with any of them (i) held, controlled or had direction over any Shares or rights over the Shares immediately before the Offer Period; (ii) had acquired or agreed to acquire any Shares or rights over Shares during the Offer Period and up to and including the date of this joint announcement; nor (iii) had borrowed or lent any relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) of the Company during the Offer Period and up to and including the date of this joint announcement.

The following table sets out the shareholding structure of the Company (a) immediately before the commencement of the Offer; and (b) immediately after the close of the Offer and as at the date of this joint announcement (assuming that the transfer of the Offer Shares under acceptances has been completed):

	Immediately before the commencement of the Offer		**Immediately after close of the Offer and as at the date of this joint announcement (assuming that the transfer of the Offer Shares under acceptances has been completed)**	
	Number of Shares	*%*	*Number of Shares*	*%*
Offeror, its ultimate beneficial owners and parties acting in concert with any of them *(Note 1)*	900,000,000	75.0	904,390,000	75.37
Independent Shareholders	300,000,000	25.0	295,610,000	24.63
Total	1,200,000,000	100.0	1,200,000,000	100.0

Note:

1. The Offeror is beneficially as to 75% by China Venture, 15% by China Wicens and 10% by China Tofans.

PUBLIC FLOAT

Immediately after the close of the Offer and as at the date of this joint announcement, 295,610,000 Shares, representing approximately 24.63% of the total issued share capital of the Company as at the date of this joint announcement, are held by the public (as defined under the Listing Rules). Accordingly, as at the date of this joint announcement, the minimum public float requirement of 25% as set out in Rule 8.08(1)(a) of the Listing Rules is not satisfied.

As disclosed in the Composite Document, the directors of the Offeror and the Directors have jointly and severally undertaken to the Stock Exchange to take appropriate steps to ensure that sufficient public float exists in the Shares following the close of the Offers. The steps that the Offeror may take include placing down or selling the Shares it acquired from the Share Offer to selected independent third parties or in the market.

The Company will make an application to the Stock Exchange for a temporary waiver from strict compliance with Rule 8.08 of the Listing Rules. The Offeror and the Company will take appropriate steps to restore the required minimum public float as soon as possible following the close of the Offer. Further announcement(s) will be made by the Company regarding the restoration of public float as and when appropriate.

By order of the board of director of
China VC Holdings Limited
Zhou Zhenlin
Sole director

By order of the Board of
Affluent Foundation Holdings Limited
Chan Siu Cheong
Executive Director

Hong Kong, 2 January 2026

As at the date of this joint announcement, Mr. Zhou Zhenlin is the sole director of the Offeror. The sole director of the Offeror accepts full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the Vendor, the Guarantor and the Group) and confirms, having made all reasonable enquiries, that to the best of his knowledge, opinions expressed in this joint announcement (other than that expressed by the Guarantor and the Directors in their capacity as the Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statements in this joint announcement misleading.

As at the date of this joint announcement, the Board comprises Mr. Chan Siu Cheong, Mr. Sin Ka Pong and Ms. Chan Mei Po as executive Directors and Mr. Ho Chi Wai, Mr. Cheung Kwok Yan Wilfred and Mr. Lau Leong Ho as independent non-executive Directors.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the Offeror and parties acting in concert with it) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the sole director of the Offeror in his capacity as the sole director of the Offeror) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statements in this joint announcement misleading.