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**CHINA FIRST CAPITAL GROUP LIMITED**

**中國首控集團有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1269)**

**(1) POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING  
HELD ON 18 AUGUST 2021;  
(2) SHARE CONSOLIDATION AND CHANGE IN BOARD LOT SIZE  
BECOMING EFFECTIVE ON 20 AUGUST 2021; AND  
(3) ADJUSTMENTS TO OUTSTANDING SHARE OPTIONS AND  
NEW SHARE OPTION SCHEME**

The Board is pleased to announce that, at the EGM held on 18 August 2021, the Proposed Resolution was duly passed by the Shareholders by way of poll.

**SHARE CONSOLIDATION AND CHANGE IN BOARD LOT SIZE**

All the conditions precedent to the Share Consolidation and the Change in Board Lot Size have been fulfilled and the same will become effective on 20 August 2021.

**ADJUSTMENTS TO OUTSTANDING SHARE OPTIONS AND NEW SHARE  
OPTION SCHEME**

Upon the Share Consolidation becoming effective, pursuant to the terms and conditions of the Share Option Scheme, the exercise price and the number of Shares to be issued upon full exercise of the outstanding Share Options granted under the Share Option Scheme and maximum number of Shares which may be issued pursuant to the New Share Option Scheme will be adjusted.

Reference is made to the circular (the “**Circular**”) incorporating the notice of extraordinary general meeting (the “**Notice**”) of China First Capital Group Limited (the “**Company**”) dated 27 July 2021. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

As at the date of the EGM, there were a total of 5,720,692,000 Shares in issue, being the total number of Shares entitling the Shareholders to attend and vote on the resolution proposed at the EGM (the “**Proposed Resolution**”). There were no Shares entitling the Shareholders to attend the EGM and abstain from voting in favour of the Proposed Resolution as set out in Rule 13.40 of the Listing Rules. No Shareholders were required under the Listing Rules to abstain from voting on or to vote only against the Proposed Resolution at the EGM. There was no party who had stated his/her/its intention in the Circular to vote against the Proposed Resolution or to abstain from voting had done so at the EGM.

## **POLL RESULTS OF THE EGM**

The Board is pleased to announce the poll results in respect of the Proposed Resolution at the EGM held on 18 August 2021 as follows:

<b>ORDINARY RESOLUTION</b>	<b>Number of votes (%)</b>	
	<b>FOR</b>	<b>AGAINST</b>
To approve the Share Consolidation of every five (5) issued and unissued ordinary Shares of par value of HK\$0.02 each in the share capital of the Company into one (1) Consolidated Share of par value of HK\$0.10 each in the issued and unissued share capital of the Company and to authorise the Board to do all such acts as it considers necessary to give effect to the Share Consolidation.	745,975,015 (78.20%)	207,920,100 (21.80%)

*Note:* Please refer to the Notice for the full version of the Proposed Resolution.

The Hong Kong branch share registrar and transfer office of the Company, Tricor Investor Services Limited, was appointed as the scrutineer for vote-taking at the EGM.

As more than 50% of the votes were cast in favour of the Proposed Resolution, the Proposed Resolution was duly passed by way of poll as an ordinary resolution of the Company at the EGM.

## **SHARE CONSOLIDATION AND CHANGE IN BOARD LOT SIZE**

All conditions precedent of the Share Consolidation have been fulfilled as at Wednesday, 18 August 2021. Pursuant to the expected timetable set out in the Circular, the Share Consolidation will take effect on Friday, 20 August 2021, which is also the first day of free exchange of existing share certificates for the Existing Shares for new share certificates for the Consolidated Shares. The last day of free exchange of existing share certificates for the Existing Shares for new share certificates for the Consolidated Shares will be Tuesday, 28 September 2021. Shareholders may between 9:00 a.m. and 4:30 p.m. on any business day during the aforesaid period submit share certificates of the Existing Shares to the Hong Kong branch share registrar and transfer office of the Company, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong to exchange for new share certificates for the Consolidated Shares at the expense of the Company. The new share certificates will be issued in the colour of orange in order to distinguish them from existing share certificates which are in the colour of blue.

Upon the Share Consolidation becoming effective, the Change in Board Lot Size will also become effective. The board lot size of the Shares for trading on the Stock Exchange will be changed from 2,000 Existing Shares to 10,000 Consolidated Shares with effect from Friday, 20 August 2021.

## **ADJUSTMENTS TO OUTSTANDING SHARE OPTIONS AND NEW SHARE OPTION SCHEME**

As at the date of this announcement, the Company has outstanding Share Options entitling the holders thereof to subscribe for a total of 50,000,000 Existing Shares under the Share Option Scheme.

The Share Option Scheme, with a term of 10 years, would have expired on 18 October 2021. Therefore, the Company terminated the Share Option Scheme and adopted the New Share Option Scheme on 9 June 2021. No share option has been granted under the New Share Option Scheme since it was adopted.

### **Adjustments to Outstanding Share Options**

Upon the Share Consolidation becoming effective, pursuant to the terms and conditions of the Share Option Scheme, the exercise price and the number of Shares to be issued upon full exercise of the outstanding Share Options granted under the Share Option Scheme will be adjusted in the following manner:

Date of grant	Exercise period	As at the date of this announcement		Immediately after the Share Consolidation becoming effective	
		Exercise price per Existing Share (HK\$)	Number of outstanding Share Options	Exercise price per Consolidated Share (HK\$)	Adjusted number of outstanding Share Options
16 June 2020	16 June 2020 to 15 June 2030	HK\$0.30 per Existing Share	50,000,000 Existing Shares	HK\$1.50 per Consolidated Share	10,000,000 Consolidated Shares

### **Adjustments to the New Share Option Scheme**

The maximum number of Shares which may be issued pursuant to the New Share Option Scheme will be adjusted from 502,689,200 Existing Shares as at the date of this announcement to 100,537,840 Consolidated Shares immediately after the Share Consolidation becoming effective.

Save for the above adjustments, all other terms and conditions of (i) the outstanding Share Options granted under the Share Option Scheme, and (ii) the New Share Option Scheme remain unchanged.

By Order of the Board  
**China First Capital Group Limited**  
**Wilson Sea**  
*Chairman and Executive Director*

Hong Kong, 18 August 2021

*As at the date of this announcement, the executive Directors are Dr. Wilson Sea, Mr. Zhao Zhijun and Dr. Zhu Huanqiang; and the independent non-executive Directors are Mr. Chu Kin Wang, Peleus, Dr. Du Xiaotang and Mr. Loo Cheng Guan.*