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AFFLUENT PARTNERS HOLDINGS LIMITED

錢唐控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1466)

(I) POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 1 APRIL 2022; AND (II) COMMENCEMENT OF DEALINGS IN THE SHARES ON AN EX-RIGHTS BASIS

References are made to the circular dated 17 March 2022 (the “**Circular**”) of Affluent Partners Holdings Limited (the “**Company**”) and the notice of the extraordinary general meeting (“**EGM**”) of the Company dated 17 March 2022 (the “**Notice**”) in relation to, among others, the Rights Issue. Unless otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS OF EGM

The Board is pleased to announce, at the EGM held on 1 April 2022, the proposed ordinary resolutions (the “**Resolutions**”) as set out in the Notice were duly passed by the Shareholders by way of poll. The Company’s branch share registrar in Hong Kong, Tricor

Investor Services Limited, acted as the scrutineer for the vote-taking at the EGM and the poll results were as follows:

Ordinary Resolutions		Number of Votes (Approximate %)	
		For	Against
1.	To approve the Increase in Authorised Share Capital.	150,506,091 (96.86%)	4,884,570 (3.14%)
2.	To approve the Rights Issue on the basis of one (1) Rights Share for every one (1) Share held on the Record Date and the Underwriting Agreement and the transactions contemplated thereunder and to authorise any Directors to do all things necessary for implementation of the aforesaid.	150,506,091 (96.86%)	4,884,570 (3.14%)
3.	To re-elect Mr. Wong Siu Keung, Joe as an independent non-executive Director.	150,506,861 (96.86%)	4,883,800 (3.14%)

Note: Full text of the Resolutions is set out in the Notice.

As at the date of EGM, the total number of issued Shares was 319,648,964 Shares. As the Rights Issue will increase issued share capital of the Company by more than 50%, under rule 7.19A and 7.27A of the Listing Rules, the Rights Issue is subject to approval of the Independent Shareholders at the EGM by a resolution on which any controlling Shareholders and their respective associates or, where there are no controlling Shareholders, the Directors (excluding the independent non-executive Directors) and the chief executive of the Company, and their respective associates shall abstain from voting in favour of the Rights Issue. Since there is no controlling Shareholder as at the Latest Practicable Date, the Directors (excluding the independent non-executive Directors) and the chief executive of the Company, and their respective associates shall abstain from voting in favour of the Rights Issue in accordance with Rule 7.27A of the Listing Rules.

As at the Latest Practicable Date, to the best of Director's knowledge, no Directors and/or the chief executive of the Company, and their respective associates held any Shares. Accordingly, the total number of issued shares entitling the Independent Shareholders to attend and vote for or against the proposed Resolution at the EGM was 319,648,964.

None of the Shareholders was required under the Listing Rules to abstain from voting at the EGM and there were no shares entitling the Shareholders to attend and abstain from voting in favour of the Resolutions at the EGM. None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the EGM.

As more than 50% of the votes were casted in favour of all of the Resolutions, all of the Resolutions were duly passed as ordinary resolutions of the Company.

All the Directors, namely Mr. Cheng Chi Kin (Chairman), Mr. Leung Alex, Mr. Cheung Sze Ming, Mr. Chiu Sin Nang, Kenny, Mr. Dong Bo, Frederic and Mr. Wong Siu Keung Joe, attended the EGM.

COMMENCEMENT OF DEALINGS IN THE SHARES ON AN EX-RIGHTS BASIS

Pursuant to the expected timetable of the proposed Rights Issue, the last day of dealings in the Shares on a cum-rights basis will be Monday, 4 April 2022 and the Shares will be dealt with on an ex-rights basis from Wednesday, 6 April 2022.

DESPATCH OF THE PROSPECTUS DOCUMENTS

Subject to the registration of the Prospectus Documents with the Registrar of Companies in Hong Kong, it is expected that (i) the Prospectus Documents will be despatched on Tuesday, 19 April 2022 to the Qualifying Shareholders whose names appear on the register of members of the Company on the Record Date, i.e. Thursday, 14 April 2022; and (ii) the Prospectus will be despatched on Tuesday, 19 April 2022 to the Non-Qualifying Shareholders for their information purposes only.

Qualifying Shareholders are reminded that the Latest Time for Acceptance is 4:00 p.m. on Wednesday, 4 May 2022.

WARNING OF THE RISKS OF DEALINGS IN THE SHARES AND THE NIL-PAID RIGHTS

Shareholders and potential investors of the Company should note that the proposed Rights Issue is conditional upon, among others, the Underwriting Agreement having become unconditional and the Underwriter not having terminated the Underwriting Agreement in accordance with the terms thereof (a summary of which is set out in the paragraph headed “Termination of the Underwriting Agreement” under the section headed “The Underwriting Agreement” in the Circular). Accordingly, the proposed Rights Issue may or may not proceed.

The Shares are expected to be dealt in on an ex-rights basis from Wednesday, 6 April 2022. Dealings in the Rights Shares in nil-paid form are expected to take place from Thursday, 21 April 2022 to Thursday, 28 April 2022 (both days inclusive). Any Shareholder or other person contemplating transferring, selling or purchasing the Shares and/or Rights Shares in their nil-paid form is advised to exercise caution when dealing in the Shares and/or the nil-paid Rights Shares.

Any party 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). Any Shareholder or other person dealing in the Shares or in the nil-paid Rights Shares up to the date on which all the conditions to which the proposed Rights Issue is subject are fulfilled (and the date on which the Underwriter’s right of termination of the Underwriting Agreement ceases) will accordingly bear the risk that the proposed Rights Issue may not become unconditional or may not proceed.

Shareholders and potential investors are advised to exercise caution when dealing in the Shares.

By order of the Board
AFFLUENT PARTNERS HOLDINGS LIMITED
Cheng Chi Kin
Chairman and Executive Director

Hong Kong, 1 April 2022

As at the date of this announcement, the Board comprises Mr. Cheng Chi Kin (Chairman), Mr. Leung Alex and Mr. Cheung Sze Ming as executive Directors; and Mr. Chiu Sin Nang, Kenny, Mr. Dong Bo, Frederic and Mr. Wong Siu Keung Joe as independent non-executive Directors.