

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



华科资本
WEALTHKING INVESTMENTS

WEALTHKING INVESTMENTS LIMITED

華科資本有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1140)

COMPLETION OF THE LOAN CAPITALISATION AND THE SUBSCRIPTIONS INVOLVING ISSUE OF NEW SHARES UNDER THE SPECIFIC MANDATE

References are made to the announcement of Wealthking Investments Limited (the “**Company**”) dated 31 December 2021 and the circular of the Company dated 2 March 2022 (the “**Circular**”) in relation to, among other things, the Loan Capitalisation and the Subscriptions. Terms used herein shall have the same meanings as defined in the Circular unless the context requires the otherwise.

The Board is pleased to announce that:

- (a) the subscription under the Loan Capitalisation Agreement was completed on 30 May 2022. The Company has allotted and issued 1,521,739,130 new Shares to Chunda’s nominee at the Issue Price of HK\$0.92 per Capitalisation Share in accordance with the terms and conditions of the Loan Capitalisation Agreement.
- (b) the subscription under Subscription Agreement A was completed on 30 May 2022. The Company has allotted and issued 978,260,870 new Shares to Subscriber A at the Subscription Price of HK\$0.92 per Subscription Share in accordance with the terms and conditions of the Subscription Agreement A.
- (c) the subscription under Subscription Agreement B was completed on 30 May 2022. The Company has allotted and issued 652,173,913 new Shares B to Subscriber B’s nominee at the Subscription Price of HK\$0.92 per Subscription Share in accordance with the terms and conditions of the Subscription Agreement B.

The aggregate net proceeds, after the deduction of all relevant fees and expenses, will be approximately HK\$1,499 million, which are intended to be used in the following manners:

- (i) approximately 90% of the net proceeds will be used to capture potential investment opportunities in accordance with the Group’s investment strategy which is comprised of

three pillars, namely core-holding-centered private equity, portfolio management and trading and others, with returns generated from interests, dividends and capital appreciation; and (ii) approximately 10% of the net proceeds will be used for general working capital of the Group, such as staff cost and office rent.

Table below sets out the shareholding structure of the Company (i) immediately before the Completion; and (ii) immediately after Completion of Loan Capitalisation and Subscriptions:

Name of Shareholder	Before Completion		Immediately after Completion and as the date of this announcement	
	No. of Shares	%	No. of Shares	%
Non-Public/Connected Persons				
Dr. Liu and his associates (<i>Note 1</i>)	439,520,000	10.82	1,961,259,130	27.19
Subscriber A (<i>Note 2</i>)	<u>464,000,000</u>	<u>11.42</u>	<u>1,442,260,870</u>	<u>19.99</u>
Sub-total:	<u>903,520,000</u>	<u>22.25</u>	<u>3,403,520,000</u>	<u>47.18</u>
Public				
Subscriber B and his associate(s) (<i>Note 3</i>)	0	0.00	652,173,913	9.04
Other public Shareholders	<u>3,157,796,000</u>	<u>77.75</u>	<u>3,157,796,000</u>	<u>43.78</u>
Sub-total:	<u>3,157,796,000</u>	<u>77.75</u>	<u>3,809,969,913</u>	<u>52.82</u>
Total:	<u><u>4,061,316,000</u></u>	<u><u>100.00</u></u>	<u><u>7,213,489,913</u></u>	<u><u>100.00</u></u>

Notes:

1. Dr. Liu is a connected person of the Company by virtue of him being an executive Director. 1,521,739,130 Shares will be held by Dr. Liu as the nominee of Chunda. For the change in number of shares held by Dr. Liu and his associates since the publication of the announcement of the Company dated 31 December 2021, please refer to the forms of disclosure of interests available on the website of the Stock Exchange.
2. Before the Completion, Subscriber A holds 464,000,000 Shares, representing approximately 11.42% of the total issued Shares, and hence is a Substantial Shareholder of the Company. In this regard, Subscriber A is a connected person of the Company.
3. 652,173,913 Shares will be held by Grand Link Finance Limited as the nominee of Subscriber B. Accordingly, under Part XV of the SFO, each of Grand Link Finance Limited and Subscriber B is deemed to be interested in 652,173,913 Shares.

4. Certain figures included in the table above have been rounded to the nearest integer or to two decimal places. Any discrepancies between the total shown and the sum of the amounts listed are due to rounding.

By order of the Board
Wealthking Investments Limited
Liu Zhiwei
Executive Director and Chairman

Hong Kong SAR, 30 May 2022

As at the date of this announcement, the Board comprises one executive Director, namely, Dr. Liu Zhiwei; two non-executive Directors, namely Dr. Fu Weigang and Dr. Wang Shibin; and three independent non-executive Directors, namely, Mr. Chen Yuming, Mr. Yan Xiaotian and Mr. Zhao Kai.