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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)

**COMPLETION OF DISCLOSEABLE TRANSACTION –
ISSUE OF NEW SHARES UNDER
GENERAL MANDATE FOR DEBT CAPITALISATION**

Reference is made to the announcement (the “**Announcement**”) of the Company dated 6 June 2023. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

The Company is pleased to announce that all conditions under the Settlement Agreements have been fulfilled and completion of each of the Settlement Agreements took place on 15 June 2023. The Company allotted and issued an aggregate of 125,340,000 Consideration Shares to the Creditors at HK\$0.10 per Share on 15 June 2023. The Consideration Shares represent approximately 6.78% of the issued share capital of the Company as enlarged by the allotment and issue of the Consideration Shares.

Effect of the Subscriptions on Shareholding Structure of the Company

The effect on the shareholding structure of the Company after completion of the Subscriptions is as follows:

Shareholders	Immediately before completion of the Subscriptions		Immediately after completion of the Subscriptions	
	Shares	Approximate %	Shares	Approximate %
Wealth Max ¹	163,765,800	9.51	163,765,800	8.86
Chuang Yue ²	133,340,000	7.74	133,340,000	7.22
Creditor A	–	–	31,010,000	1.68
Creditor B	–	–	30,000,000	1.62
Creditor C	–	–	12,980,000	0.70
Creditor D	–	–	12,980,000	0.70
Creditor E	–	–	12,220,000	0.66
Creditor F	–	–	10,000,000	0.54
Creditor G	2,090,000	0.12	8,590,000	0.47
Creditor H	–	–	4,870,000	0.27
Creditor I	4,180,000	0.24	7,450,000	0.40
Creditor J	–	–	1,510,000	0.08
Other public Shareholders (excluding the Creditors)	1,419,284,200	82.39	1,419,284,200	76.80
Total	1,722,660,000	100.00	1,848,000,000	100.00

Notes:

- Wealth Max is owned as to 100% by Dr. Wilson Sea.
- Chuang Yue is owned as to 100% by Shenmane.D Co., Limited, which is in turn owned as to 100% by Golden Cloud Co., Limited, and which is in turn owned as to 100% by Mr. Liu Kun.

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

Hong Kong, 15 June 2023

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.