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CHINA RONGZHONG FINANCIAL HOLDINGS COMPANY LIMITED
中國融眾金融控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 03963)

**(1) APPOINTMENT OF INDEPENDENT FINANCIAL ADVISER
AND
(2) APPOINTMENT OF GO INDEPENDENT FINANCIAL ADVISER**

Reference is made to (i) the announcement jointly issued by Goldbond Group Holdings Limited (the “**Offeror**”) and China Rongzhong Financial Holdings Company Limited (the “**Company**”) dated 30 October 2023 in relation to, among others, the Acquisition Agreement, the Subscription Agreement, the Offers, and the transactions contemplated thereunder (the “**Joint Announcement**”); and (ii) the announcement jointly issued by the Offeror and the Company dated 20 November 2023 in relation to the delay in despatch of the Circular and the Composite Document (the “**Delay in Despatch Announcement**”). Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Joint Announcement and the Delay in Despatch Announcement.

APPOINTMENT OF INDEPENDENT FINANCIAL ADVISER

The Board wishes to announce that Central China International Capital Limited (“**Central China**”), a corporation licensed to carry out Type 1 (dealing in securities) and Type 6 (advising on corporate finance) regulated activities under the SFO, has been appointed as the Independent Financial Adviser to advise the Independent Board Committee and the Independent Shareholders in respect of the Acquisition Agreement, the Subscription Agreement, and the transactions contemplated thereunder. Such appointment has been approved by the Independent Board Committee pursuant to Chapter 14A of the Listing Rules.

The recommendation of the Independent Board Committee and the advice of the Independent Financial Adviser in respect of the Acquisition Agreement and the Subscription Agreement and the transactions contemplated thereunder will be included in the Circular to be despatched to the Shareholders.

APPOINTMENT OF THE GO INDEPENDENT FINANCIAL ADVISER

The Board wishes to announce that Central China has been appointed as the GO Independent Financial Adviser to advise the GO Independent Board Committee, the Offer Shareholders and the Offer Optionholders in respect of the Offers. Such appointment has been approved by the GO Independent Board Committee pursuant to Rule 2.1 of the Takeovers Code.

The recommendation of the GO Independent Board Committee and the advice of the GO Independent Financial Adviser in respect of the Offers will be included in the Composite Document to be despatched to the Offer Shareholders and Offer Optionholders.

WARNING

Acquisition Completion and Subscription Completion are inter-conditional upon each other. The Offers will only be made if both Acquisition Completion and Subscription Completion take place. Acquisition Completion and Subscription Completion are subject to satisfaction and/or waiver of the conditions precedent contained in the Acquisition Agreement and the Subscription Agreement. Accordingly, Acquisition Completion and Subscription Completion may or may not take place and the Offers may or may not be made.

Shareholders, Optionholders and potential investors are advised to monitor the announcements to be made by the Company or jointly by the Offeror and the Company in respect of the progress of the Offers and exercise caution when dealing in securities of the Company. If Shareholders, Optionholders and potential investors are in any doubt about their position, they should consult their professional advisers.

By order of the board of directors of
China Rongzhong Financial Holdings Company Limited
中國融眾金融控股有限公司
Wong Emilie Hoi Yan
Executive Director

Hong Kong, 21 November 2023

As at the date of this announcement, the executive Director of the Company is Ms. Wong Emilie Hoi Yan; the non-executive Directors of the Company are Mr. Lau Hiu Fung, Ms. Wong Jacqueline Yue Yee, Ms. Wong Michelle Yatyee and Mr. Wong Ming Bun David; and the independent non-executive Directors of the Company are Mr. Lie Chi Wing, Mr. Ng Wing Chung Vincent and Mr. Ng Yuk Yeung Paul.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.