

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.



中国奇点国峰控股有限公司

China Qidian Guofeng Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1280)

UNUSUAL PRICE MOVEMENT AND INSIDE INFORMATION

This announcement is made by China Qidian Guofeng Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “**SFO**”) and Rule 13.09(2) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The board (the “**Board**”) of directors (the “**Director(s)**”) of the Company has noted the movement in the price of the shares (the “**Shares**”) of the Company on the Stock Exchange on 20 February 2024. Having made all such enquiries with respect to the Company as is reasonable in the circumstances, the Board confirms that, save as disclosed below, it is not aware of any reasons for these price movements or of any information which must be announced to avoid a false market in the Shares or of any inside information which needs to be disclosed under Part XIVA of the SFO.

The Board wishes to inform the shareholders and potential investors of the Company that the Company is contemplating to issue new Shares under specific mandate to Noble Trade International Holdings Limited* (聖行國際集團有限公司) (the “**Subscriber**”), a substantial shareholder of the Company, the consideration of which will be satisfied by offsetting the outstanding principal amount of existing shareholders’ loans owed by the Company to the Subscriber (the “**Proposed Subscription**”). The Proposed Subscription will significantly reduce the Group’s gearing ratio and strengthen the Group’s financial position without necessitating any cash outflow.

As at the date of this announcement, the terms of the Proposed Subscription have not been finalised and the Company has not entered into any binding agreement with the Subscriber in relation to the Proposed Subscription. The Company will make further announcement(s) in this regard in accordance with the Listing Rules as and when appropriate.

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

By order of the Board
China Qidian Guofeng Holdings Limited
Yuan Li
Chairman

Shenzhen, PRC 21 February 2024

As at the date of this announcement, the executive Directors of the Company are Mr. Yuan Li, Mr. Xu Xinying and Mr. Zhuang Liangbao; the non-executive Director of the Company Mr. Gu Changchao; and the independent non-executive Directors of the Company are Mr. Zhang Yihua, Mr. Chen Rui and Mr. Fung Tak Choi.