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Victory Securities (Holdings) Company Limited
勝利證券(控股)有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8540)

COMPLETION OF SUBSCRIPTIONS FOR NEW SHARES UNDER GENERAL MANDATE

Reference is made to the announcement (the “**Announcement**”) of Victory Securities (Holdings) Company Limited (the “**Company**”) dated 25 March 2024 in relation to the Subscriptions. Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

The Board is pleased to announce that all the conditions precedent set out in the Subscription Agreements had been fulfilled and the Completion took place on 15 April 2024 in accordance with the terms and conditions of each Subscription Agreement.

An aggregate of 7,200,000 Shares were successfully allotted in accordance with the terms and conditions of the Subscription Agreements, representing (i) approximately 3.59% of the total number of issued Shares immediately before the Completion; and (ii) approximately 3.47% of the total number of issued Shares as enlarged by the allotment and issue of the Subscription Shares. Among the 7,200,000 Subscription Shares, 3,600,000 were allotted and issued to Subscriber A at a price of HK\$2.30 per share, and 2,400,000 were allotted at HK\$2.80 per share, as specified in Subscription Agreement A, while the remaining 435,000, 435,000 and 330,000 Subscription Shares were allotted and issued to Subscriber B, Subscriber C and Subscriber D at the subscription price of HK\$2.3 per Share in accordance with the terms and conditions of the Subscription Agreement B, the Subscription Agreement C and the Subscription Agreement D, respectively.

To the best of the Directors’ knowledge, information and belief, and having made all reasonable enquiries, the Subscribers and their respective ultimate beneficial owners are Independent Third Parties. None of the Subscribers nor their associates became a substantial Shareholder immediately after the Completion.

The net issue price per Subscription Share (after deduction of the professional fees and all related expenses) is approximately HK\$2.46. The net proceeds from the Subscription of approximately HK\$17.70 million will be applied in the manner as disclosed in the Announcement.

EFFECTS ON SHAREHOLDING STRUCTURE OF THE COMPANY

Set out below is the shareholding structure of the Company immediately before and after the allotment and issue of the Subscription Shares:

Shareholders	Immediately before the allotment and issue of the Subscription Shares		Immediately upon Completion	
	<i>Number of Shares</i>	<i>Approximate %</i>	<i>Number of Shares</i>	<i>Approximate %</i>
Directors				
Ms. Kou Kuen	108,669,750	54.18	108,669,750	52.31
Mr. Chan Pui Chuen	13,394,000	6.68	13,394,000	6.44
Public Shareholders				
Subscriber A	–	–	6,000,000	2.89
Subscriber B	370,000	0.19	805,000	0.39
Subscriber C	–	–	435,000	0.21
Subscriber D	444,000	0.22	774,000	0.37
Other Public Shareholders	77,682,250	38.73	77,682,250	37.39
Total	<u>200,560,000</u>	<u>100.00</u>	<u>207,760,000</u>	<u>100.00</u>

By Order of the Board
Victory Securities (Holdings) Company Limited
Chan Ying Kit
Chairman

Hong Kong, 15 April 2024

As at the date of this announcement, the Board comprises three executive Directors, namely Ms. Kou Kuen, Mr. Chiu Che Leung, Stephen and Mr. Chan Pui Chuen, one non-executive Director, namely Mr. Chan Ying Kit (Chairman), and three independent non-executive Directors, namely Mr. Ying Wing Ho Peter, Mr. Liu Chun Ning Wilfred and Dr. Yan Ka Shing.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Listed Company Information” page of the HKEX website at www.hkexnews.hk for at least 7 days from the date of its publication and on the website of the Company at www.victorysec.com.hk.