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華億金控集團有限公司
SINOFORTUNE FINANCIAL HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 08123)

**PROPOSED CAPITAL REORGANIZATION
AND
CHANGE IN BOARD LOT SIZE**

PROPOSED CAPITAL REORGANIZATION

The Company proposes to implement the Capital Reorganization involving:

- (i) the Share Consolidation of every 60 issued and unissued Existing Shares of the Company of a par value of HK\$0.01 each into one Consolidated Share of HK\$0.60 each;
- (ii) (a) the Capital Reduction whereby, immediately following the Share Consolidation becoming effective, the par value of each issued Consolidated Share will be reduced from HK\$0.60 to HK\$0.01 by cancelling the paid-up capital to the extent of HK\$0.59 on each issued Consolidated Share, and (b) the credit arising from the Capital Reduction will be applied towards offsetting the accumulated losses of the Company as at the effective date of the Capital Reduction, thereby reducing the accumulated losses of the Company; and
- (iii) the Share Subdivision whereby, immediately following the Capital Reduction becoming effective, each authorized but unissued Consolidated Share of a par value of HK\$0.60 each (including those arising from the Capital Reduction) will be subdivided into 60 New Shares of a par value of HK\$0.01 each.

Upon the Capital Reorganization becoming effective, the New Shares will rank pari passu in all respects with each other and will have the rights and privileges and be subject to the restrictions contained in the memorandum and articles of association of the Company.

GENERAL

The EGM will be convened for the Shareholders to consider and, if thought fit, approve the Capital Reorganization. The Circular containing, among other things, details of the Capital Reorganization and other disclosure requirements under the GEM Listing Rules is expected to be despatched by the Company to the Shareholders on or before Friday, 27 March 2026.

GEM LISTING RULES IMPLICATIONS

The Capital Reorganization is conditional upon, among other things, the approval by the Shareholders by way of a special resolution at the EGM. To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, as none of the Shareholders or their associates would have any interest in the Capital Reorganization, no Shareholder would be required to abstain from voting in favour of the resolution(s) relating to the Capital Reorganization at the EGM.

CHANGE IN BOARD LOT SIZE

As at the date of this announcement, the Existing Shares are traded on the Stock Exchange in board lot size of 6,000 Existing Shares. Upon the Capital Reorganization becoming effective, the size of each board lot of the New Shares for trading on the Stock Exchange will be changed to 5,000 New Shares.

Shareholders and potential investors of the Company should note that the Capital Reorganization is conditional upon satisfaction of conditions set out in the paragraph headed "Conditions of the Capital Reorganization" in this announcement. Therefore, the Capital Reorganization may or may not proceed. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

PROPOSED CAPITAL REORGANIZATION

The Company proposes to implement the Capital Reorganization involving:

- (i) the Share Consolidation of every 60 issued and unissued Existing Shares of the Company of a par value of HK\$0.01 each into one Consolidated Share of HK\$0.60 each;
- (ii) (a) the Capital Reduction whereby, immediately following the Share Consolidation becoming effective, the par value of each issued Consolidated Share will be reduced from HK\$0.60 to HK\$0.01 by cancelling the paid-up capital to the extent of HK\$0.59 on each issued Consolidated Share; and (b) the credit arising from the Capital Reduction will be applied towards offsetting the accumulated losses of the Company as at the effective date of the Capital Reduction, thereby reducing the accumulated losses of the Company; and

(iii) the Share Subdivision whereby, immediately following the Capital Reduction becoming effective, each authorized but unissued Consolidated Share of a par value of HK\$0.60 each (including those arising from the Capital Reduction) will be subdivided into 60 New Shares of a par value of HK\$0.01 each.

Effects of the Capital Reorganization

As at the date of this announcement, the authorized share capital of the Company is HK\$100,000,000 divided into 10,000,000,000 Existing Shares of a par value of HK\$0.01 each, and there are 7,748,958,120 Existing Shares in issue which are fully paid or credited as fully paid.

Assuming that there will be no change in the number of issued Existing Shares from the date of this announcement up to and including the date on which the Capital Reorganization becomes effective, the authorized share capital of the Company will become HK\$100,000,000 divided into 10,000,000,000 New Shares, of which 129,149,302 New Shares will be in issue. The aggregate nominal value of the issued share capital of the Company will become HK\$1,291,493.02, and the amount deemed to be paid up on each issued New Share is HK\$0.01.

The table below summarizes the effect of the Capital Reorganization (assuming that there will be no change in the number of Existing Shares from the date of this announcement up to and including the date on which the Capital Reorganization becomes effective):

	As at the date of this announcement	Immediately upon the Capital Reorganization becoming effective
Par value	HK\$0.01 per Existing Share	HK\$0.01 per New Share
Number of authorized Shares	10,000,000,000 Existing Shares	10,000,000,000 New Shares
Amount of authorized share capital of the Company	HK\$100,000,000	HK\$100,000,000
Number of issued Shares	7,748,958,120 Existing Shares	129,149,302 New Shares
Amount of the issued share capital of the Company	HK\$77,489,581.20	HK\$1,291,493.02

As at the Last Trading Day, the Company does not have any other derivatives, options, warrants, other securities or conversion rights or other similar rights which are convertible or exchangeable into any Existing Shares, Consolidated Shares or New Shares, as the case may be.

Upon the Capital Reorganization becoming effective, the New Shares will rank pari passu in all respects with each other and will have the rights and privileges and be subject to the restrictions contained in the memorandum and articles of association of the Company.

Other than the relevant expenses incurred and to be incurred and the credit arising from the Capital Reduction, which will be applied towards the accumulated losses of the Company, the implementation of the Capital Reorganization will have no effect on the consolidated net asset value of the Group, nor will it alter the underlying assets, business, operations, management or financial position of the Company or the proportionate interests or rights of the Shareholders, save that any fractional Consolidated Shares will not be allocated to the Shareholders who may otherwise be entitled. The Capital Reorganization will not involve any diminution of any liability in respect of any unpaid capital of the Company or the repayment to the Shareholders of any unpaid capital of the Company nor will it result in any change in the relative rights of the Shareholders. The Directors are of the view that the Capital Reorganization will not have any material adverse effect on the financial position of the Group and is in the interest of the Company and the Shareholders as a whole.

Conditions of the Capital Reorganization

The Capital Reorganization is conditional upon:

- (i) the passing of a special resolution by the Shareholders at the EGM to approve the Capital Reorganization and transactions contemplated thereunder;
- (ii) the Listing Committee of the Stock Exchange granting the listing of, and permission to deal in, the New Shares upon the Capital Reorganization becoming effective;
- (iii) the Directors signing the solvency statement in the prescribed form in accordance with the requirements of the Companies Act;
- (iv) registration by the Registrar of Companies in the Cayman Islands of a copy of the solvency statement and the minute containing the particulars required under the Companies Act with respect to the Capital Reduction;
- (v) the compliance with the relevant procedures and requirements under the applicable laws of Cayman Islands and the GEM Listing Rules to effect the Capital Reorganization; and
- (vi) the obtaining of all necessary approvals from the regulatory authorities or otherwise as may be required in respect of the Capital Reorganization.

As at the date of this announcement, none of the above conditions have been fulfilled.

Listing and Dealings

An application will be made by the Company to the Listing Committee for the granting of the listing of, and permission to deal in, the New Shares arising from the Capital Reorganization and all necessary arrangements will be made for the New Shares to be admitted into CCASS.

Subject to the granting of the listing of, and permission to deal in, the New Shares on the Stock Exchange upon the Capital Reorganization becoming effective, the New Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the commencement date of dealings in the New Shares on the Stock Exchange or such other date as determined by HKSCC. Settlement of transactions between participants of the Stock Exchange on any trading day is required to take place in CCASS on the second trading day thereafter. All activities under CCASS are subject to the General Rules of HKSCC and HKSCC Operational Procedures in effect from time to time. All necessary arrangements will be made for the New Shares to be admitted into CCASS established and operated by HKSCC.

None of the Existing Shares are listed or dealt in on any other stock exchange other than the Stock Exchange, and at the time the Capital Reorganization becoming effective, the New Shares in issue will not be listed or dealt in on any stock exchange other than the Stock Exchange, and no such listing or permission to deal is being or is proposed to be sought.

Reasons for the Capital Reorganization

Share Consolidation

Pursuant to Rule 17.76 of the GEM Listing Rules, where the market price of the securities of an issuer approaches the extremities of HK\$0.01 or HK\$9,995.00, the Stock Exchange reserves the right to require the issuer either to change the trading method or proceed with a consolidation or splitting of securities.

Further, the “Guide on Trading Arrangements for Selected Types of Corporate Actions” (the “Guide”) issued by the Hong Kong Exchanges and Clearing Limited on 28 November 2008 and last updated in September 2024 has further stated that (i) market price of the securities at a level less than HK\$0.10 each will be considered as trading at extremity as referred to under Rule 17.76 of the GEM Listing Rules; and (ii) taking into account the minimum transaction costs for a securities trade, the expected value per board lot should be greater than HK\$2,000.

For the past 6 months, the closing price of the Existing Shares has been ranging from HK\$0.01 and HK\$0.011 and is considered as extremity as referred to under Rule 17.76 of the GEM Listing Rules. Based on the closing price of HK\$0.01 per Existing Share as of the Last Trading Day, the Board resolved to propose the Capital Reorganization, resulting in the theoretical closing price of HK\$0.60 per New Share (which will be higher than the extremity of HK\$0.10 as mentioned in the Guide), with the view to complying with the trading requirements under the GEM Listing Rules and to facilitate trading activities.

The Board considers that the proposed Share Consolidation would bring about a corresponding upward adjustment in the trading price per Share on the Stock Exchange. Further, the Share Consolidation would reduce the overall transaction and handling costs of dealings in the Shares as a proportion of the market value of each board lot, since most of the banks/securities houses will charge minimum transaction costs for each securities trade. In view of the above reasons, the Board considers that the Share Consolidation is justifiable notwithstanding the potential costs and impact arising from the creation of odd lots to Shareholders. Accordingly, the Board is of the view that the Share Consolidation is beneficial to and in the interests of the Company and the Shareholders as a whole.

Capital Reduction and Share Subdivision

Upon the Share Consolidation becoming effective but before implementation of the Capital Reduction and Share Subdivision, the par value of the Shares will become HK\$0.60 for each Consolidated Share.

Under the Companies Act, a company may not issue new shares at a discount to the par value of such shares. The Company is of the view that the par value of the Consolidated Shares restricts the Company from conducting further equity fundraising to address its financial issues.

The Capital Reduction and the Share Subdivision will keep the par value of the Shares at HK\$0.01 for each New Share, which allows greater flexibility in the pricing for any issue of new Shares in the future. The credit arising from the Capital Reduction will be applied towards offsetting the accumulated losses of the Company. The Board considers that the Capital Reduction and the Share Subdivision will provide the Directors with greater flexibility to declare dividends and/or to undertake any corporate exercise which requires the use of distributable reserves in the future or issue new shares in the future, subject to the Company's financial performance and when the Board considers that it is appropriate to do so in the future, and therefore are beneficial to and in the interests of the Company and the Shareholders as a whole.

The Board believes that the Capital Reorganization will not have any material adverse effect on the financial position of the Group nor result in a change in the relative rights of the Shareholders.

As at the date of this announcement, save as disclosed in this announcement, the Company has no intention to carry out other corporate actions or arrangements that may affect the trading in the Shares, including share consolidation, share subdivision or change in board lot size, in the next twelve months. Nevertheless, the Company may conduct equity and/or fund-raising exercises as and when suitable fund-raising opportunities arise in order to support future development and operations of the Group. In light of the extremity of the price of the Existing Shares and in order to facilitate fund-raising activities by way of issuance of equity securities or convertible securities, the Company considers that it is desirable and necessary to carry out the Share Consolidation to raise the per share market price of the Existing Shares such that the Company can take advantage of the flexibility and ability to capture appropriate fund-raising opportunities in a timely manner. The Company may possibly carry out fund-raising exercises involving the issue of new securities. Notwithstanding that the size of such fund-raising exercises has not yet been ascertained, the carrying out of such fund-raising exercises is not expected to impact the board lot value of the New Shares in a way that would make it violate the trading requirements of the Stock Exchange or cause the trading price of the New Shares to fall below HK\$0.10 per share. The Company will make further announcement in this regard in accordance with the GEM Listing Rules as and when appropriate.

CHANGE IN BOARD LOT SIZE

As at the date of this announcement, the Existing Shares are traded on the Stock Exchange in board lot size of 6,000 Existing Shares. Upon the Capital Reorganization becoming effective, the size of each board lot for trading on the Stock Exchange will be changed to 5,000 New Shares. Based on the closing price of HK\$0.01 per Existing Share (equivalent to the theoretical closing price of HK\$0.60 per New Share upon the Capital Reorganization becoming effective) as quoted on the Stock Exchange as at the date of this announcement, (i) the value of each board lot of 6,000 Existing Shares is HK\$60; (ii) the estimated value of each board lot of 6,000 New Shares would be HK\$3,600 assuming the Capital Reorganization had already been effective; and (iii) the estimated value of each board lot of 5,000 New Shares would be HK\$3,000, assuming the Capital Reorganization had already been effective and the Change in Board Lot Size had also become effective.

Reasons for the Change in Board Lot Size

The Company noted that in December 2025, the Stock Exchange published the Consultation Paper on Board Lot Framework Enhancements in the Hong Kong Securities Market (the “Consultation Paper”) and the consultation period is expected to end on 12 March 2026. The consultation proposes that, among other things, the Stock Exchange will implement standardization of board lot units, where listed issuers would have to select their board lot unit from a defined set of eight standardized board lot units: 1, 50, 100, 500, 1,000, 2,000, 5,000, and 10,000 share(s). The current board lot size of 6,000 Shares does not fall within the proposed eight standardized board lot units proposed by the Stock Exchange. As such, the Company would like to early adopt the proposed standardized of board lot units by taking the opportunity after the Share Reorganization becoming effective.

In addition, the Consultation Paper also proposes lowering the board lot value floor guidance level from HK\$2,000 to HK\$1,000. It is expected that the board lot value after the reduction of board lot size from 6,000 Existing Shares to 5,000 New Shares will be greater than HK\$1,000 after taking into account the minimum transaction costs for a securities trade. In view of the prevailing trading price of the Existing Shares, the Board proposes to implement the Change in Board Lot Size together with the Capital Reorganization. The Change in Board Lot Size would enable the Company to comply with the new trading requirements proposed under the Consultation Paper. The Company also considers that the Change in Board Lot Size will maintain the trading amount for each board lot at a reasonable level and attract more investors and broaden the shareholder base of the Company. As such, the Board considers that the Change in Board Lot Size is beneficial to and in the interest of the Company and the Shareholders as a whole.

OTHER ARRANGEMENTS

Fractional entitlement to Consolidated Shares

The Consolidated Shares will be rounded down to a whole number and fractional Consolidated Shares arising from the Share Consolidation, if any, will be disregarded and will not be issued to the Shareholders. Such fractional Consolidated Shares will be aggregated and, if possible, sold for the benefit of the Company. Fractional Consolidated Shares will only arise in respect of the entire shareholding of a holder of the Shares regardless of the number of share certificates held by such holder.

Shareholders who are concerned about losing out on any fractional entitlement are recommended to consult their licensed securities dealer, bank manager, solicitor, professional accountant or other professional advisers and may wish to consider the possibility of buying or selling the Shares in a number sufficient to make up an entitlement to receive a whole number of New Shares.

Arrangement on odd lots trading and matching services

In order to facilitate the trading of odd lots (if any) of the New Shares arising from the Capital Reorganization, the Company will appoint a securities firm to provide matching services, on a best efforts basis, to those Shareholders who wish to acquire odd lots of the New Shares to make up a full board lot, or to dispose of their holding of odd lots of the New Shares. Details of the odd lots trading arrangement will be set out in the Circular of the Company.

Holders of odd lots of the New Shares should note that the matching of the sale and purchase of odd lots of the New Shares is not guaranteed. Shareholders who are in any doubt about the odd lots trading arrangement are recommended to consult their own professional advisers.

Free exchange of share certificates

The new share certificates for the New Shares will be issued in blue colour in order to distinguish them from the share certificates for the Existing Shares which are in orange colour.

Subject to the Capital Reorganization becoming effective, the Shareholders may, on or after Thursday, 23 April 2026 until Tuesday, 2 June 2026 (both days inclusive), submit share certificates for the Existing Shares (in orange colour) to the Registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, to exchange, at the expense of the Company, for new share certificates for the New Shares (in blue colour). Thereafter, certificates for Existing Shares will be accepted for exchange only on payment of a fee of HK\$2.50 (or such other amount as may be specified by the Stock Exchange from time to time) by the Shareholders for each share certificate for the Existing Shares submitted for cancellation or each new share certificate issued for the New Shares, whichever the number of certificates cancelled/issued is higher.

All existing certificates of the Shares will continue to be evidence of title to such Shares or New Shares (as the case may be) and be valid for delivery, trading and settlement purposes.

EXPECTED TIMETABLE

The expected timetable for the Capital Reorganization is set out below. The expected timetable is subject to the results of the EGM and satisfaction of the conditions to the Capital Reorganization and is therefore for indicative purpose only.

Event	Time and Date (Hong Kong time)
Expected despatch date of Circular with notice and form of proxy for the EGM. on or before	Friday, 27 March 2026
Latest time for lodging transfer of Existing Shares in order to qualify for attendance and voting at the EGM	4:30 p.m. on Tuesday, 14 April 2026
Register of members of the Company closes for attending and voting at the EGM (both days inclusive)..	Wednesday, 15 April 2026 to Tuesday, 21 April 2026

Event	Time and Date (Hong Kong time)
Latest time for lodging forms of proxy for the purpose of the EGM	11:00 a.m. on Sunday, 19 April 2026
Record date for determining attendance and voting at the EGM.....	Tuesday, 21 April 2026
Expected date and time of the EGM.	11:00 a.m. on Tuesday, 21 April 2026
Announcement of poll results of the EGM.	Tuesday, 21 April 2026
Register of members of the Company re-opens.....	Wednesday, 22 April 2026
 The following events are conditional on the fulfilment of the conditions relating to the Capital Reorganization and therefore the dates are tentative only:	
Effective date of the Capital Reorganization.....	Thursday, 23 April 2026
First day of free exchange of existing share certificates of the Existing Shares for the New Shares	Thursday, 23 April 2026
Dealing in the New Shares commences	9:00 a.m. on Thursday, 23 April 2026
Original counter for trading in the Existing Shares in board lots of 6,000 Existing Shares (in the form of existing share certificates) temporarily closes	9:00 a.m. on Thursday, 23 April 2026
Temporary counter for trading in the New Shares in board lots of 100 New Shares (in the form of existing share certificates) opens	9:00 a.m. on Thursday, 23 April 2026
Original counter for trading in the New Shares in board lots of 5,000 New Shares (in the form of new share certificates) re-opens	9:00 a.m. on Friday, 8 May 2026

Event

Parallel trading in the New Shares (in the form of new and existing share certificates) commences.	9:00 a.m. on Friday, 8 May 2026
Designated broker starts to stand in the market to provide matching services for the sale and purchase of odd lots of the New Shares	9:00 a.m. on Friday, 8 May 2026
Designated broker ceases to stand in the market to provide matching services for sale and purchase of odd lots of the New Shares.	4:00 p.m. on Friday, 29 May 2026
Temporary counter for trading in the New Shares in board lots of 100 New Shares (in the form of existing share certificates) closes	4:10 p.m. on Friday, 29 May 2026
Parallel trading in New Shares (in the form of new share certificates for the New Shares and existing share certificates) ends	4:10 p.m. on Friday, 29 May 2026
Last date and time for free exchange of existing share certificates for the new share certificates of the New Shares.	4:30 p.m. on Tuesday, 2 June 2026

All times and dates in this announcement refer to Hong Kong local times and dates.

Dates or deadlines specified in the expected timetable above or in other parts of this announcement are indicative only and may be extended or varied by the Company. Any changes to the expected timetable will be published or notified to the Shareholders and the Stock Exchange as and when appropriate.

GEM LISTING RULES IMPLICATIONS

The Capital Reorganization is conditional upon, among other things, the approval by the Shareholders by way of special resolution at the EGM. To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, as none of the Shareholders or their associates would have any interest in the Capital Reorganization, no Shareholder would be required to abstain from voting in favour of the resolution(s) relating to the Capital Reorganization at the EGM.

GENERAL

The EGM will be convened for the Shareholders to consider and, if thought fit, approve the Capital Reorganization. The Circular containing, among other things, details of the Capital Reorganization and other disclosure requirements under the GEM Listing Rules together with a notice of the EGM is expected to be despatched by the Company to the Shareholders on or before Friday, 27 March 2026.

As the Capital Reorganization is subject to the satisfaction of conditions, it may or may not become effective. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

DEFINITIONS

Terms used in this announcement have the following meanings unless the context other requires:

“Board”	the board of Directors
“Business Day”	any day (other than a Saturday, Sunday or public holiday) or a day on which a typhoon signal no. 8 or above or black rainstorm signal is hoisted or the Extreme Conditions is announced in Hong Kong between 9:00 a.m. to 5:00 p.m. on which licensed banks in Hong Kong are generally open for business throughout their normal business hours
“Capital Reduction”	the proposed reduction of the issued share capital of the Company whereby, immediately following the Share Consolidation becoming effective, the par value of each issued Consolidated Share be reduced from HK\$0.60 to HK\$0.01 by cancelling the paid-up share capital to the extent of HK\$0.59 on each issued Consolidated Share
“Capital Reorganization”	collectively, the Share Consolidation, the Capital Reduction and the Share Subdivision
“CCASS”	the Central Clearing and Settlement System established and operated by the HKSCC
“Change in Board Lot Size”	the proposed change in board lot size from 6,000 Existing Shares into 5,000 New Shares
“Circular”	the circular to be issued by the Company in relation to (among other things) the Capital Reorganization

“Companies Act”	the Companies Act (as revised) of the Cayman Islands, as amended, modified and supplemented from time to time
“Company”	Sinofortune Financial Holdings Limited, an exempted company incorporated in the Cayman Islands with limited liability and the issued Shares of which are listed on GEM of the Stock Exchange (Stock Code: 8123)
“Consolidated Share”	the ordinary share(s) of a par value of HK\$0.60 each in the share capital of the Company immediately following the Share Consolidation becoming effective but before the Capital Reduction becoming effective
“Director(s)”	the director(s) of the Company for the time being
“EGM”	an extraordinary general meeting of the Company to be convened for the purpose of considering, and, if thought fit, approving the Capital Reorganization
“Existing Share(s)”	the ordinary share(s) of a par value of HK\$0.01 each in the share capital of the Company prior to the Capital Reorganization becoming effective
“Extreme Conditions”	extreme conditions including but not limited to serious disruption of public transport services, extensive flooding, major landslides or large-scale power outage after super typhoons as announced by the government of Hong Kong
“GEM”	GEM operated by the Stock Exchange
“GEM Listing Rules”	Rules Governing the Listing of Securities on GEM
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollar(s), the lawful currency of Hong Kong
“HKSCC”	Hong Kong Securities Clearing Company Limited
“HKSCC Operational Procedures”	the Operational Procedures of HKSCC in relation to CCASS, containing the practices, procedures and administrative requirements relating to operations and functions of CCASS, as from time to time

“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Last Trading Day”	5 March 2026, being the last trading day of the Shares on the Stock Exchange before the release of this announcement
“Listing Committee”	has the same meaning ascribed to GEM Listing Committee under the GEM Listing Rules
“New Share(s)”	the ordinary share(s) of a par value of HK\$0.01 each in the share capital of the Company immediately following the Capital Reorganization becoming effective
“PRC”	the People’s Republic of China, which for the purpose of this announcement, excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“Registrar”	Computershare Hong Kong Investor Services Limited, the Hong Kong branch share registrar and transfer office of the Company
“Share(s)”	the Existing Share(s), Consolidated Share(s) and/or New Share(s) as the case may be
“Share Consolidation”	the proposed consolidation of every sixty (60) issued and unissued Existing Shares of a par value of HK\$0.01 each into one (1) Consolidated Share of a par value of HK\$0.60 each
“Share Subdivision”	the proposed subdivision whereby, immediately following the Capital Reduction becoming effective, each authorized but unissued Consolidated Share of a par value of HK\$0.60 each (including those arising from the Capital Reduction) be subdivided into sixty (60) New Shares of a par value of HK\$0.01 each
“Shareholder(s)”	holder(s) of the Share(s)

By order of the Board
Sinofortune Financial Holdings Limited
Wang Jiawei
Chairman

Hong Kong, 5 March 2026

As of the date of this announcement, the executive directors are Mr. Wang Jiawei and Ms. Lai Yuk Mui, the independent non-executive directors are Professor Zhang Benzhen, Mr. Li Jianxing, Professor Chen Shu Wen and Mr. Lee Kwun Kwan.

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange 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 website of the Stock Exchange at <http://www.hkexnews.hk> for at least 7 days from the date of its posting and on the Company’s website at <http://www.sinofortune.hk>.