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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)

VOLUNTARY ANNOUNCEMENT

This is a voluntary announcement made by China Rongzhong Financial Holdings Company Limited (the “**Company**” and, together with its subsidiaries, the “**Group**”).

The board (the “**Board**”) of directors (the “**Directors**”) of the Company would like to inform the shareholders of the Company (the “**Shareholders**”) and potential investors of the Company that on or about 12 June 2020, the Company received a notice (the “**Notice**”) issued by certain covenantors with reference to a deed of non-competition dated 18 December 2015 (the “**Deed of Non-Competition**”) (please refer to the paragraph headed “Relationship with our Controlling Shareholders – Deed of Non-competition” of the prospectus of the Company dated 18 January 2016 for further particulars of the Deed of Non-Competition).

Upon receipt of the Notice containing particulars of two proposed acquisitions (the “**Relevant New Opportunities**”), the Company has formed an independent board committee (the “**Independent Board Committee**”) in accordance with the Deed of Non-Competition. On the basis of the Notice and additional information provided by the covenantors, the Independent Board Committee has resolved as follows:

- (a) the Relevant New Opportunities would constitute competition with the Restricted Activity as defined in the Deed of Non-Competition; and
- (b) it is not in the interest of the Company and its Shareholders as a whole to pursue the Relevant New Opportunities.

In determining whether it is in the interest of the Company and our Shareholders as a whole to pursue the Relevant New Opportunities, the Independent Board Committee considered various factors including the Company’s resources, the cost of acquisition, the valuation, the due diligence findings, the nature of products and services as well as values and benefits such opportunities may bring to the Company and our Shareholders as a whole.

Shareholders and potential investors should exercise caution when dealing in the shares of the Company.

By Order of the Board
China Rongzhong Financial Holdings Company Limited
Wong Emilie Hoi Yan
Executive Director

Hong Kong, 2 July 2020

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. Chen Shuai, 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. Yu Yang.