

*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.*

# SUNWAH KINGSWAY 新華滙富

## SUNWAH KINGSWAY CAPITAL HOLDINGS LIMITED

新華滙富金融控股有限公司

*(Incorporated in Bermuda with limited liability)*

(Stock Code: 00188)

### VOLUNTARY ANNOUNCEMENT ENTERING INTO THE STRATEGIC COOPERATION MEMORANDUM OF UNDERSTANDING

This announcement is made by Sunwah Kingsway Capital Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) on a voluntary basis to keep shareholders and potential investors of the Company informed of the latest business plan and development of the Group.

#### MEMORANDUM OF UNDERSTANDING

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that on 29 December 2021 (after trading hours), the Company entered into a non-legally binding memorandum of understanding (the “**MOU**”) with Radiant Assets Management International Limited (“**Radiant Assets**”) and Gransing Financial Group Limited (“**Gransing Financial**”).

#### Principal Terms of the MOU

**Date:** 29 December 2021 (after trading hours)

#### Parties

- (i) The Company
- (ii) Radiant Assets
- (iii) Gransing Financial

#### The Potential Investments

- (i) the Company intends to procure its wholly-owned subsidiary to subscribe for approximately 10% of the enlarged issued new share capital of Gransing Financial;

- (ii) Radiant Assets intends to subscribe for approximately 10% of the enlarged issued new share capital of Gransing Financial; and
- (iii) the Parties to cooperate and explore potential opportunities in the areas of fund formation and fund management.

The consideration of the subscription of new shares of Gransing Financial will be determined by the Parties based on, among others, the due diligence results and other relevant evaluation.

### **Due Diligence**

After signing of the MOU, the Company and Radiant Assets (and its advisers and/or agents) shall be entitled to conduct appropriate due diligence review on Gransing Financial in respect of its financial, legal and other matters. Gransing Financial shall provide assistance to the Company and Radiant Assets (and its advisers and/or agents) in this respect.

### **Formal Agreement**

The Potential Investments are subject to, among other things, the negotiation, finalisation and signing of formal definitive agreement(s) in connection with the Potential Investments. The Potential Investments, if materialised, may constitute a notifiable transaction of the Company under the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited. Further announcement(s) in relation to the Potential Investments will be made by the Company as and when appropriate in accordance with the Listing Rules.

### **Effective Period and Termination of the MOU**

The MOU is effective from the date of the MOU to 31 December 2022. During the Effective Period, any party shall have the right to amend or terminate the MOU by giving 30 days’ notice in writing to the other parties. The MOU can be amended or be terminated by mutual agreement between the Parties.

### **Legal Effect**

The MOU is not legally binding on the Parties thereto save for the provisions relating to the confidentiality and governing law.

### **REASON FOR ENTERING INTO THE MOU**

The Group’s principal businesses are the provision of financial services, including securities and commodities and futures broking, corporate finance, asset management, money lending, property investment and proprietary investments. The Company has been actively looking for opportunities to maximise return to the Company and the shareholders by investing in businesses or projects that have promising outlooks and prospects, in particular, the investment business.

The entering into of the MOU would promote and deepen the strategic cooperation and business synergy between the Parties in the cross-border resource integration, investments, mergers and acquisitions, and asset management. The Parties have their respective advantages, strong complementarities in different fields, and have a wide range of cooperation.

By forming strategic alliances with Radiant Assets and Gransing Financial, the Potential Investments offer the Company with the opportunity to participate in the development of cross-border integrated financial services in the Guangdong-Hong Kong-Macao Greater Bay Area and along the “One-Belt, One-Road” countries, which would become the driving force for the global development in the future. The Company will benefit from the expected growth in demand for the cross-border financial services in the Guangdong-Hong Kong-Macao Greater Bay Area and the “One-Belt, One-Road” countries.

The Directors consider the Potential Investments represent opportunities for the Group to improve its financial performance and diversify its existing business portfolio.

## **INFORMATION OF THE PARTIES**

### **RADIANT ASSETS**

Radiant Assets is a company incorporated in Hong Kong which is principally engaged in private equity investment business aligning strategic investment with the national development agenda in Hong Kong and China.

Radiant Assets is owned as to approximately 40% equity interest by CITIC International Assets Management Limited and 60% equity interest by Radiant Goldstone Holdings Limited respectively. Radiant Goldstone Holdings Limited is ultimately wholly owned by Mr. Huang Bin.

### **GRANSING FINANCIAL**

Gransing Financial is a company incorporated in the British Virgin Islands which is principally engaged in securities trading, margin financing, corporate financing, securities research, asset management, wealth management and provision of credit through its subsidiaries. Gransing Financial is ultimately owned as to approximately 56% equity interest by Mr. Kwok Shun Tim.

To the best of the Directors’ knowledge, information and belief, having made all reasonable enquiries, Radiant Assets, Gransing Financial and their ultimate beneficial owners are third parties independent of the Company and its connected persons (as defined under the Listing Rules) as at the date of this announcement.

## **GENERAL**

Shareholders and potential investors of the Company should note that this announcement is made on a voluntary disclosure basis to allow the public to understand the Company's latest business development.

The transactions contemplated under the MOU are still subject to the entering into of definitive agreements, and may or may not materialise as described or at all. Should any definitive agreements be entered into, the Company will comply with the relevant requirements under the Listing Rules and make further announcement(s) in due course.

By Order of the Board  
Sunwah Kingsway Capital Holdings Limited  
***Vincent Wai Shun Lai***  
Company Secretary

Hong Kong, 29 December 2021

*As at the date of this announcement, the directors of the Company are Jonathan Koon Shum Choi as Chairman, Michael Koon Ming Choi as Chief Executive Officer & Executive Director, Janice Wing Kum Kwan and Lee G. Lam as Non-Executive Directors, Robert Tsai To Sze, Elizabeth Law and Huanfei Guan as Independent Non-Executive Directors.*