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華邦金融控股有限公司

Huabang Financial Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 3638)

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

Placing Agent



華邦證券有限公司

Huabang Securities Limited

Reference is made to the announcements of Huabang Financial Holdings Limited (the “**Company**”) dated 10 July 2018 and 13 July 2018 in relation to the placing of new Shares under General Mandate. Capitalised terms used herein shall have the same meanings as defined in the earlier announcements unless the context requires otherwise.

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

The Board is pleased to announce that all the conditions precedent set out in the Placing Agreement (as supplemented by the Supplemental Agreement) have been fulfilled and completion of the Placing (“**Completion**”) took place on 31 July 2018. An aggregate of 300,510,000 Placing Shares have been successfully placed to not less than six Placees, at the Placing Price of HK\$0.50 per Placing Share pursuant to the terms of the Placing Agreement (as supplemented by the Supplemental Agreement).

To the best of the Directors’ knowledge, information and belief, having made all reasonable enquiries, the Placees and their ultimate beneficial owners (where applicable) are Independent Third Parties, and none of the Placees has become a substantial shareholder (as defined in the Listing Rules) of the Company as a result of the Placing. The gross proceeds from the Placing are approximately HK\$150.26 million. The net proceeds from the Placing, after deducting the Placing Commission and other related expenses incurred in relation to the Placing, amount to approximately HK\$142.74 million, which are intended to be used for the payment for procurement of computer and peripheral products, the repayment of bank borrowings and general working capital of the Group.

EFFECTS ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

The 300,510,000 Placing Shares represent (i) approximately 7.35% of the issued share capital of the Company immediately before completion of the Placing and (ii) approximately 6.85% of the issued share capital of the Company as enlarged by the allotment and issue of the Placing Shares.

The table below illustrates the shareholding structure of the Company immediately before and after Completion:

Shareholders	Immediately before Completion		Immediately after Completion	
	Number of Shares	Approximate shareholding %	Number of Shares	Approximate shareholding %
Forever Star Capital Limited (Note 1)	2,396,064,000	58.59	2,396,064,000	54.58
Mr. George Lu (Note 1)	145,800,000	3.57	145,800,000	3.32
Qianhai Health Holdings Limited (Note 2)	409,044,000	10.00	409,044,000	9.32
Nice Rate Limited (Note 3)	4,320,000	0.11	4,320,000	0.10
Ms. Lau Wing Sze (Note 3)	18,936,000	0.46	18,936,000	0.43
<i>Public Shareholders</i>				
(i) The Placees	–	–	300,510,000	6.85
(ii) Other public Shareholders	<u>1,115,328,000</u>	<u>27.27</u>	<u>1,115,328,000</u>	<u>25.40</u>
Total:	<u>4,089,492,000</u>	<u>100.00</u>	<u>4,390,002,000</u>	<u>100.00</u>

Notes:

- Mr. George Lu, an executive Director and the Chairman and the Chief Executive Officer of the Company, is the beneficial owner of 145,800,000 Shares. There are also 2,396,064,000 Shares which were registered in the name of Forever Star Capital Limited. Each of Mr. George Lu and his spouse, Ms. Shen Wei, holds 50% interest in Forever Star Capital Limited and is therefore deemed to be interested in the 2,396,064,000 Shares held by Forever Star Capital Limited.
- According to the information available to the Company, Qianhai Health Holdings Limited is deemed to be interested in the 409,044,000 Shares as it is deemed as a person having security interest in Shares. Qianhai Health Holdings Limited is owned as to 47.55% by Super Generation Group Ltd. which is wholly owned by Mr. George Lu.

- (3) Ms. Lau Wing Sze, an executive Director of the Company, is the beneficial owner of 18,936,000 Shares. There are also 4,320,000 Shares which were registered in the name of Nice Rate Limited. Ms. Lau Wing Sze is the sole shareholder of Nice Rate Limited and is therefore deemed to be interested in the 4,320,000 Shares held by Nice Rate Limited.

By Order of the Board
Huabang Financial Holdings Limited
George Lu
Chairman & Chief Executive Officer

Hong Kong, 31 July 2018

As at the date of this announcement, the executive Directors of the Company are Mr. George Lu and Ms. Lau Wing Sze; the non-executive Directors of the Company are Mr. Pang Chung Fai Benny, Mr. Lau Wan Po and Mr. Yeung Wai Fai Andrew; and the independent non-executive Directors of the Company are Mr. Loo Hong Shing, Vincent, Mr. Shin Yick Fabian and Mr. Lam Allan Loc.