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KINGKEY FINANCIAL INTERNATIONAL (HOLDINGS) LIMITED
京基金融國際(控股)有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 01468)

CLARIFICATION ANNOUNCEMENT
AND
CONTINUED SUSPENSION OF TRADING

References are made to (i) the announcement issued by Kingkey Financial International (Holdings) Limited (the “**Company**”) dated 20 September 2023 in relation to, among other things, the subscription of convertible bonds under general mandate (the “**CB Subscription Announcement**”); (ii) the interim report 2023 of the Company published on 22 December 2023 (the “**2023 Interim Report**”); and (iii) the announcement issued by the Company dated 15 January 2024 in relation to, among other things, of subscription of new shares issued by the Company under the general mandate (the “**Share Subscription Announcement**”), (collectively, the “**Announcements**”). Unless otherwise specified, capitalised terms used herein shall have the same meanings as defined in the Announcements.

The Board would like to clarify that the inadvertent clerical errors regarding the Announcements, where a substantial shareholder of the Company, Great Return Group Limited, being the registered holder of approximately 11.87% of the issued share capital of the Company, was not included in the Announcements.

THE CB SUBSCRIPTION ANNOUNCEMENT

The Company hereby clarifies that the section headed “Effect on the shareholding structure of the Company” on page 8 of both the English and Chinese versions of the CB Subscription Announcement should be replaced in its entirety by the following:

“The following table illustrates the shareholding structure of the Company (i) as at the date of this announcement; and (ii) upon full conversion of the Convertible Bonds (assuming that there will be no other change to the total issued share capital of the Company between the date of this announcement and upon the full conversion of the Convertible Bonds):

	As at the date of this announcement		Upon full conversion of the Convertible Bonds (assuming that there will be no other change to the total issued share capital of the Company between the date of this announcement and upon the full conversion of the Convertible Bonds)	
	<i>No. of Shares</i>	<i>Approximate shareholding percentage</i>	<i>No. of Shares</i>	<i>Approximate shareholding percentage</i>
Kingkey Holdings (International) Limited (<i>Note 1</i>)	3,363,819,533	44.09	3,363,819,533	39.92
Great Return Group Limited (<i>Note 2</i>)	905,333,332	11.87	905,333,332	10.74
The Subscriber and Mr. Chu Kai (<i>Note 3</i>)	–	–	797,448,165	9.46
Public Shareholders	<u>3,360,810,202</u>	<u>44.04</u>	<u>3,360,810,202</u>	<u>39.88</u>
Total	<u><u>7,629,963,067</u></u>	<u><u>100.00</u></u>	<u><u>8,427,411,232</u></u>	<u><u>100.00</u></u>

Notes:

- Kingkey Holdings (International) Limited is wholly and beneficially owned by Mr. Chen Jiajun, the executive Director.
- Great Return Group Limited is beneficially owned as to 70% by East Treasure Enterprises Corporation, which is in turn wholly owned by Fong Chu Pong.
- The Subscriber is wholly-owned by Mr. Chu Kai.”

2023 INTERIM REPORT

The Company hereby clarifies that the section headed “Substantial Shareholders’ Interests and Short Positions in Shares and Underlying Shares” on page 43 of both the English and Chinese versions of the 2023 Interim Report should be replaced in its entirety by the following:

“As at 30 September 2023, the following parties (other than the Directors and chief executive of the Company) had interests or short positions in the shares or underlying shares of the Company which were recorded in the register of interests required to be kept by the Company under section 336 of the SFO:

Long position in shares of the Company

Name	Nature of Interest	Number of issued shares held	Approximate percentage of shareholding in the Company <i>(Note 3)</i>
Kingkey Holdings (International) Limited <i>(Note 1)</i>	Beneficial owner	3,363,819,533	44.09%
Great Return Group Limited <i>(Note 2)</i>	Beneficial owner	905,333,332	11.87%

Notes:

1. Kingkey Holdings (International) Limited is wholly and beneficially owned by Mr. Chen Jiajun.
2. Great Return Group Limited is beneficially owned as to 70% by East Treasure Enterprises Corporation, which is in turn wholly owned by Fong Chu Pong.
3. Such percentage was calculated against the number of issued shares of the Company as at 30 September 2023, being 7,629,963,067 shares.

Save as disclosed above, as at 30 September 2023, the Directors were not aware of any persons (other than the Directors or chief executive of the Company) who had interests or short positions in the shares or underlying shares of the Company which were recorded in the register of interests required to be kept by the Company under section 336 of the SFO.”

THE SHARE SUBSCRIPTION ANNOUNCEMENT

The Company hereby clarifies that the section headed “EFFECT ON THE SHAREHOLDING OF THE COMPANY” on page 5 of both the English and Chinese versions of the Share Subscription Announcement should be replaced in its entirety by the following:

“As at the date of this announcement, the Company has 7,629,963,067 Shares in issue. The following table illustrates the shareholding structure of the Company (i) as at the date of this announcement; and (ii) immediately upon Completion (assuming that there is no change in the issued share capital of the Company from the date of this announcement and up to the Completion Date save for the issue of the Subscription Shares):

Shareholders	As at the date of this announcement		Immediately upon Completion	
	<i>Number of Shares</i>	<i>Approximate %</i>	<i>Number of Shares</i>	<i>Approximate %</i>
The Subscriber and Mr. Chu Kai (<i>Note 1</i>)	–	–	900,000,000	10.55
Kingkey Holdings (International) Limited (<i>Note 2</i>)	3,363,819,533	44.09	3,363,819,533	39.44
Great Return Group Limited (<i>Note 3</i>)	905,333,332	11.87	905,333,332	10.61
Public Shareholders	<u>3,360,810,202</u>	<u>44.04</u>	<u>3,360,810,202</u>	<u>39.40</u>
Total	<u><u>7,629,963,067</u></u>	<u><u>100.00</u></u>	<u><u>8,529,963,067</u></u>	<u><u>100.00</u></u>

Notes:

1. The Subscriber is wholly-owned by Mr. Chu Kai.
2. Kingkey Holdings (International) Limited is wholly and beneficially owned by Mr. Chen Jiajun, the executive Director.
3. Great Return Group Limited is beneficially owned as to 70% by East Treasure Enterprises Corporation, which is in turn wholly owned by Fong Chu Pong.”

Save as disclosed in this announcement, all information set out in the Announcements remain unchanged.

CONTINUED SUSPENSION OF TRADING

At the request of the Company, trading in the Shares has been suspended since 11:18 a.m. on Friday, 2 February 2024 and will continue to be suspended pending the release of announcement(s) which constitutes inside information of the Company.

By Order of the Board
Kingkey Financial International (Holdings) Limited
Mong Cheuk Wai
Chairman and Executive Director

Hong Kong, 22 February 2024

As at the date of this announcement, the executive Directors are Mr. Chen Jiajun and Mr. Mong Cheuk Wai; and the independent non-executive Directors are Ms. Mak Yun Chu, Mr. Hung Wai Che, Mr. Leung Siu Kee and Mr. Chan Ting Fung.