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MOMENTUM FINANCIAL  
HOLDINGS LIMITED  
正乾金融控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 1152)

## COMPLETION OF ISSUE OF CONVERTIBLE BONDS UNDER GENERAL MANDATE

Reference is made to the announcements of Momentum Financial Holdings Limited (the “**Company**”) dated 14 and 17 June 2019 in relation to the issue of Convertible Bonds under General Mandate (the “**Announcements**”). Unless otherwise defined, terms used herein shall bear the same meanings as defined in the Announcements.

### COMPLETION OF ISSUE OF CONVERTIBLE BONDS

The Company is pleased to announce that all the conditions precedent to the Subscription Agreement dated 14 June 2019 (as supplemented by the Supplemental Agreement dated 17 June 2019) have been fulfilled and the completion of the issue of Convertible Bonds in an aggregate principal amount of HK\$39,000,000 to the Subscriber took place on 24 June 2019.

### SHAREHOLDING STRUCTURE

For illustration purpose only, the shareholding structure of the Company (i) as at the date of this announcement and (ii) immediately upon full conversion of the Convertible Bonds based on Conversion Price of HK\$0.2 per Conversion Share (on the assumption that there is no other change in the issued share capital of the Company between the date of this announcement and the full conversion of the Convertible Bonds) is as follows:

	As at the date of this announcement		Upon full conversion of the Convertible Bonds	
	Number of Shares	approx. % of shareholding	Number of Shares	approx. % of shareholding
Triumph Hope Limited (Note)	501,330,000	51.05%	501,330,000	42.59%
The Subscriber	—	—	195,000,000	16.57%
Public Shareholders	<u>480,670,000</u>	<u>48.95%</u>	<u>480,670,000</u>	<u>40.84%</u>
Total	<u>982,000,000</u>	<u>100.0%</u>	<u>1,177,000,000</u>	<u>100.0%</u>

*Note:* Mr. Chan Chung Shu, an executive Director and chairman of the Board, is deemed to be interested in 501,330,000 shares of the Company held by Triumph Hope Limited by virtue of it being controlled by him. On 24 April 2018, Triumph Hope Limited had pledged 501,330,000 shares of the Company as security for a term loan facility provided to Triumph Hope Limited by Great Wall International Investment XX Limited which was wholly-owned by China Great Wall AMC (International) Holdings Company Limited which was, in turn, wholly-owned by China Great Wall Asset Management Co., Ltd. 中國長城資產管理股份有限公司.

By order of the Board  
**Momentum Financial Holdings Limited**  
**Chan Chung Shu**  
*Chairman*

Hong Kong, 24 June 2019

*As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Chan Chung Shu (Chairman), Mr. Ng Hoi and Mr. Huang Jian, one non-executive Director, Mr. Chong Yu Keung and three independent non-executive Directors, namely, Mr. Ho Man, Mr. Yeh Tung Ming and Mr. Zhang Hua.*