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## **SOMERLEY CAPITAL HOLDINGS LIMITED**

### **Somerley Capital Holdings Limited**

### **新百利融資控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8439)**

### **PROFIT WARNING**

This announcement is made by Somerley Capital Holdings Limited (the “Company”, and together with its subsidiaries, the “Group”) pursuant to Rule 17.10(2) of the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “GEM Listing Rules”) and the Inside Information Provisions (as defined under the GEM Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong).

The board (the “Board”) of directors (the “Directors”) of the Company wishes to inform the shareholders of the Company (the “Shareholders”) and potential investors that, based on the preliminary unaudited consolidated management accounts of the Group, the Group is expected to record an after-tax loss of no more than HK\$4 million for the year ended 31 March 2022 (2021: after-tax profit of approximately HK\$7.3 million). The decrease in profit for the year ended 31 March 2022 is mainly due to the combined effects of approximately HK\$7.3 million decrease in revenue due to fewer deals being done in the Hong Kong corporate finance market and the intense fee competition for those which did proceed, approximately HK\$1.8 million net decrease in depreciation and other operating expenses, and the absence of non-recurring items recognised for the year ended 31 March 2021, including (i) a fair value gain on investment in The Climate Impact Asia Fund of approximately HK\$11.2 million and (ii) total impairment loss of approximately HK\$5.6 million.

The information contained in this announcement is a preliminary assessment only, made by the Board based on unaudited consolidated management accounts of the Group, which have not been reviewed or audited by the Company’s auditors and are subject to possible adjustments. The Group is still in the course of compiling its consolidated financial results for the year ended 31 March 2022. Shareholders and potential investors are advised that the annual results announcement of the Company is expected to be published in mid June 2022.

**Shareholders of the Company and potential investors are advised to exercise caution when dealing in the shares of the Company.**

By Order of the Board  
**Somerley Capital Holdings Limited**  
**SABINE Martin Nevil**  
*Chairman*

Hong Kong, 6 June 2022

*As at the date of this announcement, the executive Directors are Mr. SABINE Martin Nevil, Mr. CHEUNG Tei Sing Jamie and Mr. CHOW Wai Hung Kenneth; the independent non-executive Directors are Mr. CHENG Yuk Wo, Mr. YUEN Kam Tim Francis and Mr. LAW Cheuk Kin Stephen.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the “Latest Listed Company Information” page of the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) for at least 7 days from the date of its posting and will also be published on the Company’s website at [www.somerleycapital.com](http://www.somerleycapital.com).*