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TradeGo

TradeGo FinTech Limited

捷利交易寶金融科技有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8017)

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

Placing Agent



The Board is pleased to announce that the Placing Condition has been fulfilled and the Closing took place on 22 April 2021. All the 100,000,000 Placing Shares have been successfully placed by the Placing agent to not less than six Placees at the Placing Price of HK\$0.30 per Placing Share pursuant to the terms and conditions of the Placing Agreement.

Reference is made to the announcement of TradeGo FinTech Limited (the “**Company**”) dated 9 April 2021 (the “**Announcement**”) in respect of the Placing. Unless defined otherwise, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

COMPLETION OF THE PLACING

The Board is pleased to announce that the Placing Condition has been fulfilled and the Closing took place on 22 April 2021. All the 100,000,000 Placing Shares have been successfully placed by the Placing Agent to not less than six Placees at the Placing Price of HK\$0.30 per Placing Share pursuant to the terms and conditions of the Placing Agreement.

The net proceeds from the Placing (after deduction of commission and other expenses of the Placing) amount to approximately HK\$29.7 million, which will be utilized as to (i) approximately HK\$17.82 million, or 60% of the net proceeds, will be used for research and development of the Group's new products; (ii) approximately HK\$8.91 million, or 30% of the net proceeds, will be used for strengthening the cloud infrastructure construction and information service capacity of the Group and (iii) approximately HK\$2.97 million, or 10% of the net proceeds, will be used for the general working capital of the Group.

The Placing Shares represent 20% of the Company's existing issued share capital of the Company immediately before completion of the Placing and approximately 16.67% of the issued share capital of the Company as enlarged by the Placing Shares.

To the best of the Directors' knowledge, information and belief and having made all reasonable enquiries, the Placees and their respective ultimate beneficial owners (if any) are professional, institutional, or other investors who are Independent Third Parties. None of the Placees has become a Substantial Shareholder of the Company immediately after the Closing.

EFFECTS OF SHAREHOLDING STRUCTURE OF THE COMPANY

Based on the information available to the Company, the shareholding structure of the Company immediately before and after the Closing is as follows:

Shareholders	Immediately before the Closing		Immediately after the Closing	
	<i>Number of Shares</i>	<i>Approximate % shareholding</i>	<i>Number of Shares</i>	<i>Approximate % shareholding</i>
Mao Jia Holdings Limited (茂嘉控股有限公司) ^(Note 1)	154,264,654	30.85%	154,264,654	25.71%
Xin Cheng International Limited (鑫誠國際有限公司) ^(Note 2)	74,039,137	14.81%	74,039,137	12.34%
Joint Smart Global Limited (合智環球有限公司) ^(Note 3)	32,866,053	6.57%	32,866,053	5.48%
Placees	–	–	100,000,000	16.67%
Other public shareholders	238,830,156	47.77%	238,830,156	39.80%
Total	500,000,000	100.00%	600,000,000	100.00%

Notes:

- (1) Mao Jia Holdings Limited is wholly-owned by Fortune Promise Global Limited (富望環球有限公司) which is in turn wholly-owned by Mr. Liu Yong (the chairman of the Board, the chief executive officer and an executive Director). Therefore, Mr. Liu Yong is deemed, or taken to be, interested in all the Shares held by Mao Jia Holdings Limited for the purpose of the SFO.
- (2) Xin Cheng International Limited holds 72,854,511 and 1,184,626 Shares as beneficial owner and trustee respectively. The 1,184,626 Shares are held by Xin Cheng International Limited as trustee arising from or in relation to the employee share ownership scheme of Tele-Trend Konson (Hong Kong) Limited (捷利港信(香港)有限公司) which is an indirectly wholly-owned subsidiary of the Company. Xin Cheng International Limited is wholly-owned by Stand Tall International Limited (立高國際有限公司). Therefore, Stand Tall International Limited is deemed, or taken to be, interested in all the Shares held by Stand Tall International Limited for the purpose of the SFO. Mr. Liu Yong is the sole director of Xin Cheng International Limited, and Mr. Liu Yong, Mr. Liao Jicheng (an executive Director) and Mr. Wan Yong (an executive Director) are all shareholders of Stand Tall International Limited. Therefore, Mr. Liu Yong, Mr. Liao Jicheng and Mr. Wan Yong are all deemed to be or are taken to be interested in all the Shares held by Xin Cheng International Limited.
- (3) Joint Smart Global Limited is wholly-owned by Mass Victory Ventures Limited (眾勝創投有限公司), which is in turned owned as to 75% by Mr. Wan Yong (an executive Director). Therefore, Mr. Wan Yong is deemed, or taken to be, interested in all the Shares held by Joint Smart Global Limited for the purposes of the SFO.

By order of the Board
TradeGo FinTech Limited
LIU Yong
Chairman and Executive Director

Shenzhen, PRC, 22 April 2021

As at the date of this announcement, the Board comprises Mr. LIU Yong, Mr. WAN Yong and Mr. LIAO Jicheng as executive Directors; Mr. LIN Hung Yuan as non-executive Director; and Ms. JIAO Jie, Mr. MAN Kong Yui and Dr. LOKE Yu as independent non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited 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 GEM website at www.hkgem.com for a minimum period of seven days from the date of its publication and on the website of the Company at www.tradego8.com.