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GOLDIN FINANCIAL HOLDINGS LIMITED

高銀金融（集團）有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 530)

INSIDE INFORMATION

This announcement is made by the board (the “**Board**”) of directors (the “**Directors**”) of Goldin Financial Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to the Inside Information provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “**SFO**”) and Rule 13.09 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

Reference is made to the announcements of the Company dated 15 July 2020, 28 July 2020 and 2 August 2020 (the “**Previous Announcements**”). Capitalised terms used in this announcement shall have the same meanings as defined in the Previous Announcements unless the context requires otherwise.

As disclosed in the Previous Announcements, on 14 July 2020, Matsunichi, the Lawfully Appointed Directors and the Company, respectively, commenced the Legal Proceedings (correspondingly, the “**Matsunichi Action**”, the “**Lawfully Appointed Directors’ Action**” and the “**Company Action**”). Furthermore, on 24 July 2020, Smart Edge (at the direction of Cosimo Borrelli (“**Mr. Borrelli**”), Ma Siu Ming Simon (“**Mr. Simon Ma**”) and Chi Lai Man Jocelyn (“**Ms. Jocelyn Chi**”)) issued the Writ against the Lawfully Appointed Directors which initiated proceedings seeking certain orders (the “**HCA Action**”) as set out in detail in the announcement of the Company dated 28 July 2020.

Smart Edge Applications

At the 31 July Hearing, the Court ordered that the Lawfully Appointed Directors’ Action and the HCA Action (together, the “**Smart Edge Applications**”) be adjourned to an earliest date to be heard together, together with other orders as further set out in the announcement of the Company dated 2 August 2020.

The Board wishes to inform the shareholders of the Company that the Smart Edge Applications were fixed to be heard on 29 October 2020.

On 14 September 2020, Mr. Borrelli and Mr. Simon Ma took out a further originating summons for orders in respect of their alleged powers as receivers over Smart Edge pending the determination of the Smart Edge Applications on 29 October 2020 (the “**Interim Proceedings**”).

On 25 September 2020, the Court held that *inter alia*:

- (A) pending determination of the Smart Edge Applications, Mr. Borrelli and Mr. Simon Ma are entitled to exercise rights and powers granted to them under (i) the security agreement between Smart Edge and DB Trustees (Hong Kong) Limited dated 10 April 2019; and (ii) the Share Charge (as defined below) in respect of the Notes, unless and until they are lawfully removed from office by an order of the Court or otherwise; and
- (B) pending determination of the Smart Edge Applications, Mr. Borrelli, Mr. Simon Ma and Ms. Jocelyn Chi are the only directors of Smart Edge until lawfully removed from office by an order of the Court or otherwise.

The above Court Order was made upon the undertaking given by Mr. Borrelli and Mr. Simon Ma that until the hearing of the Smart Edge Applications or further order of the Court, they will not enter into any binding agreement for the sale of the Office Property without first providing to the Lawfully Appointed Directors and the Chargors (as defined under the security agreement over shares entered into among Cheng Mei, Goal Eagle and the Security Trustee dated 10 April 2019 (the “**Share Charge**”)) seven days’ written notice of their intentions to do so.

Despite the Interim Proceedings, the appointments of Mr. Borrelli, Mr. Simon Ma and Ms. Jocelyn Chi are still in dispute and are being vigorously contested in the various Legal Proceedings. In particular, the continued effect of the Order of the Interim Proceedings will be subject to any contrary Court Order and the determination of the Smart Edge Applications on 29 October 2020.

Other Legal Proceedings

Currently, no hearing date has been fixed for the Matsunichi Action or the Company Action, respectively.

The Company will issue further announcement(s) to provide updates on the above matters as and when required pursuant to the SFO and the Listing Rules. **Shareholders of and potential investors in the Company should exercise caution when dealing in the Securities of the Company.**

Trading Halt

Trading in the shares of the Company on the Stock Exchange has been halted with effect from 9:00 a.m. on Tuesday, 29 September 2020, and will remain halted pending the release of an announcement relating to a notifiable transaction of the Company.

By the order of the Board
Goldin Financial Holdings Limited
高銀金融(集團)有限公司*
Pan Sutong
Chairman

Hong Kong, 30 September 2020

As at the date of this announcement, the Board comprises Mr. Pan Sutong, JP (Chairman), Mr. Zhou Xiaojun, Mr. Huang Rui and Ms. Hui Wai Man, Shirley as the Executive Directors; Mr. Ma Lai Chee, Gerald (Vice Chairman) as the Non-executive Director; and Hon. Shek Lai Him Abraham (GBS, JP), Mr. Wong Wai Leung Joseph, Mr. Tang Yiu Wing and Ms. Gao Min as the Independent Non-executive Directors respectively.

* for identification purposes only