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NEW MOMENTUM INTERNATIONAL LIMITED
(the “Issuer”)

(incorporated with limited liability in the British Virgin Islands)



GOHO ASSET MANAGEMENT CO., LTD.

(國厚資產管理股份有限公司)

(the “Guarantor”)

(incorporated with limited liability in the People’s Republic of China)

**(1) COMPLETION OF THE EXCHANGE OFFER IN RELATION TO OUTSTANDING GUARANTEED BONDS
US\$87,600,000 8.50 PER CENT. GUARANTEED BONDS DUE 2024 (THE “EXISTING BONDS”)
(ISIN: XS2635637940, COMMON CODE: 263563794)**

AND

**(2) ISSUANCE OF THE NEW BONDS
US\$87,600,000 8.50 PER CENT. GUARANTEED BONDS DUE 2025 (THE “BONDS”)
(ISIN: XS2841939973, COMMON CODE: 284193997)**

Reference is made to the announcements of the Issuer and the Guarantor dated 12 June 2024 and 19 June 2024 (the “Announcements”) in relation to the Exchange Offer (as defined therein). Unless otherwise defined, capitalised terms in this announcement shall have the same meaning ascribed to them in the Announcements and the exchange offer memorandum in relation to the Exchange Offer dated 12 June 2024 (as supplemented by the restated supplemental exchange offer memorandum dated 19 June 2024).

COMPLETION OF THE EXCHANGE OFFER

The Issuer and the Guarantor are pleased to announce that on 21 June 2024, all conditions precedent to the Exchange Offer have been fulfilled, and the Exchange Offer has been completed.

As at 19 June 2024, US\$87,600,000 of the Existing Bonds, representing 100.00 per cent. of the outstanding principal amount of the Existing Bonds, were validly tendered for exchange and accepted pursuant to the Exchange Offer. On 21 June 2024, the Issuer and the Guarantor delivered US\$87,600,000 in principal amount of the Bonds and US\$3,598,900.00 in cash in full satisfaction of the Exchange Consideration to Eligible Holders whose Existing Bonds had been validly tendered and accepted for exchange. All of the Existing Bonds were cancelled on 24 June 2024.

The Bonds will mature on 20 June 2025, unless previously redeemed, or purchased and cancelled pursuant to the terms thereof. The Bonds will bear interest at 8.50 per cent. per annum, payable in arrear on 21 December 2024 and 20 June 2025. The Bonds became listed on the the Hong Kong Stock Exchange on 24 June 2024.

INFORMATION

All documents and materials related to the Exchange Offer will be made available, subject to certain offer and distribution restrictions and eligibility confirmations, on the Transaction Website (<https://www.dfkingltd.com/new-momentum/>).

GENERAL

THE BONDS HAVE NOT BEEN REGISTERED UNDER THE SECURITIES ACT, OR THE SECURITIES LAWS OF ANY STATE AND MAY NOT BE OFFERED OR SOLD IN THE UNITED STATES ABSENT REGISTRATION OR AN EXEMPTION FROM THE REGISTRATION REQUIREMENTS OF THE SECURITIES ACT AND APPLICABLE STATE SECURITIES LAWS.

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Hong Kong, 24 June 2024

As at the date of this announcement, the sole director of New Momentum International Limited is Mr. Sheng Pengcheng.

As at the date of this announcement, the directors of Goho Asset Management Co., Ltd. (國厚資產管理股份有限公司) are Mr. Li Houwen, Mr. Shu Zhibin, Ms. Xie Zheng, Mr. Li Shuangquan, Mr. Xu Jinliu, Mr. Zhu Junjun, Ms. Xu Shuping, Mr. Wang Kai and Mr. Jiang Tengfei.