

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



**Flying Financial Service Holdings Limited**

**匯聯金融服務控股有限公司**

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

**(Stock Code: 8030)**

**NO CHANGE IN THE ADVICE OF  
THE INDEPENDENT FINANCIAL ADVISER  
IN RELATION TO**

- (1) PROPOSED CAPITAL REORGANISATION;  
(2) CONNECTED TRANSACTION IN RELATION TO SUBSCRIPTION  
OF NEW SHARES UNDER SPECIFIC MANDATE; AND  
(3) APPLICATION FOR WHITEWASH WAIVER**

**Financial adviser to the Company**



**璫盛資本有限公司**  
**Draco Capital Limited**

**Independent Financial Adviser to the Independent Board Committee**



**首盛資本集團**  
**Alpha Financial Group**

Reference is made to (1) the circular of Flying Financial Service Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) dated 8 July 2022 (the “**Circular**”) in relation to, among others, (i) the proposed Capital Reorganisation; (ii) the connected transaction in relation to the Subscription of New Shares under the Specific Mandate; and (iii) the application for Whitewash Waiver, and (2) the first quarterly report 2022 of the Company published on 19 July 2022 (the “**First Quarterly Report 2022**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meaning as those defined in the Circular and the First Quarterly Report 2022.

## **NO CHANGE IN THE ADVICE OF THE INDEPENDENT FINANCIAL ADVISER AND THE INDEPENDENT BOARD COMMITTEE**

The Independent Financial Adviser has confirmed to the Board that the information in the First Quarterly Report 2022 does not affect its advice that the terms and conditions of the Subscription, the Specific Mandate, the Whitewash Waiver and all the transactions contemplated thereunder are fair and reasonable, and to vote in favour of the resolution(s) to be proposed at the EGM to approve the Subscription and the Whitewash Waiver as set out in the section headed “Letter from the Independent Financial Adviser” in the Circular, and as such, there is no change in its advice.

The Independent Board Committee has considered the advice from the Independent Financial Adviser, and has confirmed that its opinion and recommendation in respect of the terms and conditions of the Capital Reorganisation, Subscription, the Specific Mandate, the Whitewash Waiver and all the transactions contemplated thereunder are fair and reasonable, and to vote in favour of the resolutions to be proposed at the EGM to approve the Capital Reorganisation, the Subscription, the Specific Mandate, the Whitewash Waiver and all the transactions contemplated thereunder as set out in the section headed “Letter from the Independent Board Committee” in the Circular as contained in the Circular remain unchanged.

**This announcement is supplemental to and should be read in conjunction with the Circular.**

**WARNING:** Pursuant to the Takeovers Code, the Circular has been issued by the Company with the inclusion of the views of the Board and the Independent Board Committee on the terms and conditions of the Capital Reorganisation, the Subscription, the Specific Mandate, the Whitewash Waiver and all the transactions contemplated thereunder, and the letter of advice from the Independent Financial Adviser to the Independent Board Committee in respect of the terms of and conditions of the Subscription, the Specific Mandate, the Whitewash Waiver and all the transactions contemplated thereunder. Shareholders are advised to read the Circular carefully when considering the approval of the Capital Reorganisation, the Subscription, the Specific Mandate, the Whitewash Waiver and all the transactions contemplated thereunder.

## **CONTINUED SUSPENSION OF TRADING**

At the request of the Company, trading in the Shares on the Stock Exchange was halted with effect from 11:19 a.m. on 29 March 2021 and will remain suspended until the Company fulfils the Resumption Guidance.

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

By the Order of the Board  
**Flying Financial Service Holdings Limited**  
**Zhang Gongjun**  
*Chairman and Chief Executive Officer*

Hong Kong, 22 July 2022

*As at the date of this announcement, the executive Directors are Mr. Zhang Gongjun (Chairman and Chief Executive Officer), Ms. Wan Suyuan, Mr. Leung Man Kit and Ms. Liu Yi; and the independent non-executive Directors are Dr. Vincent Cheng, Dr. Miao Bo, Mr. Hsu Tawei, Mr. Tsao Hoi Ho and Mr. Lau Jing Yeung William.*

*All directors of the company jointly and severally accept full responsibility for the accuracy of information contained in the announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in the announcement have been arrived at after due and careful consideration and there are no other facts not contained in the announcement, the omission of which would make any statement in the document misleading.*

*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 in this announcement misleading.*

*This announcement will remain on the “Latest Company Announcements” page of the GEM website at [www.hkgem.com](http://www.hkgem.com) for a minimum period of seven days from the date of its publication and on the Company’s website at [www.flyingfinancial.hk](http://www.flyingfinancial.hk).*