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高裕金融集團有限公司
Gaoyu Finance Group Limited

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8221)

**MAJOR TRANSACTION – PROVISION OF
FINANCIAL ASSISTANCE
GRANT OF WAIVER
UNDER RULE 19.41(a) OF THE GEM LISTING RULES
AND
DELAY IN DESPATCH OF CIRCULAR**

Reference is made to the announcement of Gaoyu Finance Group Limited (the “**Company**”) dated 14 August 2024 in relation to among others, (1) the Historical Supply Chain Financing Transactions (MT); and (2) the Master Supply Chain Financing Agreements (the “**Announcement**”). Unless otherwise stated, terms used in this announcement shall have the same meanings as those defined in the Announcement.

As disclosed in the Announcement, to the best knowledge, information and belief of the Directors, no Shareholder or any of its close associates has any material interest in the Historical Supply Chain Financing Transactions (MT) or the Master Supply Chain Financing Agreements and therefore no Shareholder is required to abstain from voting under the GEM Listing Rules if the Company were to convene a general meeting for (1) the approval and ratification of the Historical Supply Chain Financing Transactions (MT); and (2) the approval of the Master Supply Chain Financing Agreements. As such, on 14 August 2024, the Company has obtained written Shareholder’s approval from its Controlling Shareholder, which holds 1,199,640,000 Shares (equivalent to approximately 59.98% of the issued share capital of the Company) to (1) approve and ratify each of the Historical Supply Chain Financing Transactions (MT); and (2) approve each of the Master Supply Chain Financing Agreements.

Pursuant to Rule 19.41(a) of the GEM Listing Rules, the Company shall despatch the circular in connection with (1) the Historical Supply Chain Financing Transactions (MT); and (2) the Master Supply Chain Financing Agreements (the “**Circular**”) to its Shareholders within 15 business days after the publication of the Company’s announcement dated 14 August 2024 (i.e. on or before 4 September 2024).

Since the Company requires additional time to prepare and finalise the necessary information for inclusion in the Circular, the Company has applied to the Stock Exchange for a waiver from strict compliance with Rule 19.41(a) of the GEM Listing Rules (the “**Waiver**”) and the Stock Exchange has granted the Waiver to the Company on the basis that the Company will despatch the Circular to its Shareholders on or before 25 September 2024. The Stock Exchange may withdraw or change the Waiver if the Company’s situation changes.

By order of the Board
Gaoyu Finance Group Limited
Fok Yuk Tong
Chairman and Executive Director

Hong Kong, 4 September 2024

As at the date of this announcement, the Board comprises six Directors, namely Mr. Fok Yuk Tong (Chairman), Ms. Hsieh Ching Chun and Ms. Fok Kit Yee as executive Directors; and Ms. Chan Hoi Wuen Katherine, Mr. Tong Wing Chi and Mr. Kwan Tsz Chun Sun 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 website of The Stock Exchange of Hong Kong Limited at www.hkexnews.hk for at least 7 days from the date of its posting and be posted on the website of the Company at www.gyf.com.hk.