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## GOLDEN FAITH GROUP HOLDINGS LIMITED

### 高豐集團控股有限公司

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

*(Stock Code: 2863)*

#### **VOLUNTARY ANNOUNCEMENT SUPPLEMENTAL AGREEMENT OF THE ACQUISITION OF 85% EQUITY INTEREST IN HUNAN MANGO MICROELECTRONICS BUSINESS COMPANY LIMITED**

Reference is made to the announcements of Golden Faith Group Holdings Limited (the “**Company**”) dated 4 September 2023 and 7 September 2023 (the “**Announcements**”) in relation to the acquisition of the 85% equity interest in Hunan Mango Microelectronics Business Company Limited\* (湖南芒果大微電子商貿有限公司). Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Announcements.

#### **SUPPLEMENTAL AGREEMENT**

The Board announces that, on 22 December 2023, the Vendors, GNJCT and Target Company entered into the supplemental agreement to the Sale and Purchase Agreement (the “**Supplemental Agreement**”), pursuant to which all parties agreed, among other things, to effect certain amendments under the Sale and Purchase Agreement, with the result that the proposed acquisition of the 85% equity interest in Target Company for an aggregate consideration of HK\$8 million will not be proceeded and instead, GNJCT will make a capital injection of RMB2,010,000 into the Target Company in cash (the “**Capital Injection**”). Upon completion of the Capital Injection, GNJCT’s equity interest in the Target Company will become approximately 50.1% of the enlarged capital in the Target Company. The amount of the Capital Injection to be made by GNJCT will be satisfied by the internal resources of the Group.

## **REASONS FOR AND BENEFITS OF ENTERING INTO THE SUPPLEMENTAL AGREEMENT**

The Board considered that in response to changes in the business environment, actual economic conditions and the funding needs and business development needs of the Target Company, the Capital Injection in the Target Company could reserve cash in the Target Company for the operation need of the Target Company and enhance the co-operation with Vendors and the Group for the development of the EPS business in the PRC.

In view of the above, the Board is of the view that the terms of the Capital Injection are on normal commercial terms and were determined on an arm's length basis, and the Capital Injection is fair and reasonable and in the interests of the Company and its Shareholders as a whole. Where necessary, the Company will make further announcement to provide further update when appropriate.

## **IMPLICATION UNDER THE LISTING RULES**

As all the applicable percentage ratios under Rule 14.07 of the Listing Rules in relation to the Capital Injection are below 5%, the Capital Injection does not constitute a notifiable transaction under Chapter 14 of the Listing Rules. This announcement is made by the Company on a voluntary basis.

By order of the Board  
**Golden Faith Group Holdings Limited**  
**Mr. Ko Chun Hay Kelvin**  
*Chairman*

Hong Kong, 22 December 2023

*\* for identification purpose only*

*As at the date of this announcement, the executive Directors are Mr. Ko Chun Hay Kelvin and Ms. Ko Yung Lai Jackie; the non-executive Directors are Mr. Yung On Wah and Ms. Wong Cheuk Wai Helena; and the independent non-executive Directors are Mr. Chan Wing Fai and Mr. Yeung Wai Lung.*