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港橋金融控股有限公司

HKBridge Financial Holdings Limited

(Incorporated in Bermuda with limited liability)

(Stock Code: 2323)

VOLUNTARY ANNOUNCEMENT ON LITIGATION

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

Reference is made to the Company’s announcements (the “**Announcements**”) dated 29 December 2017, 15 February 2018 and 3 May 2018 respectively in relation to, among other matters, the agreement entered into for the disposal of the Sale Shares and the Sale Debts at a total consideration of about HK\$224.4 million pursuant to the terms of the SP Agreement and the Supplemented SP Agreement and the default of payment of Final Instalment by the Purchaser. Capitalised terms used in this announcement shall, unless the context requires otherwise, have the same meanings of those as defined in the Announcements.

This announcement is made to update shareholders of the Company and investors about the actions taken by the Group to seek recovery of the outstanding sum from the Purchaser. On 25 June 2019, Hong Kong Bridge Investments Limited (as “**1st Plaintiff**”) and Optimum Return Holdings Limited (as “**2nd Plaintiff**”) (both being indirect wholly-owned subsidiaries of the Company) have jointly issued a writ of summons (“**Writ**”) out of the High Court of The Hong Kong Special Administrative Region, bringing claims against Baton Investment Limited (as the “**1st Defendant**”), Mint International Group Limited (as the “**2nd Defendant**”), Qian Yong Wei (錢永偉) (as the “**3rd Defendant**”) and Chiu Yeung (趙洋) (as the “**4th Defendant**”) (collectively, the “**Defendants**”).

Under the Writ, the claims brought by the above plaintiffs against the Defendants mainly include the following:

1. the 1st Plaintiff claims against the 1st Defendant for the payment of HK\$22,600,000 being the outstanding purchase price for the 1st Defendant's purchase of 330,000,000 shares in North Mining Shares Company Limited from the 1st Plaintiff (the "**1st Transaction**");
2. the 2nd Plaintiff claims against the 2nd Defendant for the payment of HK\$223,064,652 being the sum total of outstanding principal of HK\$179,438,881 and interest of HK\$43,625,771 due and payable as of 23 June 2019 by the 2nd Defendant under a Promissory Note executed by the 2nd Defendant in favour of the 2nd Plaintiff on 15 February 2018 (the "**2nd Transaction**");
3. the 1st and 2nd Plaintiffs claim against the 3rd Defendant for damages for breach of commitment by way of guarantee in various forms, including verbally, over meetings and/or by electronic communications, given by the 3rd Defendant in favour of the 1st Plaintiff and 2nd Plaintiff in consideration for his role as ultimate decision-maker and beneficiary for arranging the 1st and 2nd Defendants to enter into the 1st Transaction and 2nd Transaction respectively; and
4. the 1st Plaintiff claims against the 4th Defendant for damages for breaches of contract by way of guarantee in writing given by the 4th Defendant in favour of the 1st Plaintiff dated 8 December 2016 in consideration for his role as executor for the 1st Defendant to enter into the 1st Transaction.

Further announcement(s) will be made regarding any significant developments on the above litigation as and when appropriate.

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

By Order of the Board
HKBridge Financial Holdings Limited
Su Zhiyang
Company Secretary

Hong Kong, 28 June 2019

As at the date of this announcement, the board of directors of the Company comprises Mr. Liu Tingan and Mr. Cheok Ho Fung being executive Directors; and Mr. Mao Yumin being non-executive Director; and Mr. Ng Man Kung, Mr. Lau Fai Lawrence and Mr. Mak Kwok Kei being independent non-executive Directors