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GoFintech Quantum Innovation Limited **國富量子創新有限公司**

(formerly known as GoFintech Innovation Limited 國富創新有限公司)
(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 290)

Website: <https://290.com.hk>

COMPLETION OF CONNECTED TRANSACTION – LOAN CAPITALISATION INVOLVING ISSUE OF NEW SHARES UNDER SPECIFIC MANDATE

References are made to (i) the announcements of GoFintech Quantum Innovation Limited (the “**Company**”) dated 29 April 2025, 22 May 2025, 20 June 2025, 7 July 2025, 21 July 2025, 29 August 2025, 30 September 2025, 31 October 2025, 28 November 2025 and 17 December 2025; and (ii) the circular of the Company dated 26 November 2025 (the “**Circular**”), in relation to, among other things, the Loan Capitalisation. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Circular.

COMPLETION OF THE LOAN CAPITALISATION

The Board is pleased to announce that all the conditions precedent in the Loan Capitalisation Agreement have been satisfied and Completion took place on 24 December 2025 pursuant to the terms and conditions of the Loan Capitalisation Agreement. An aggregate of 458,769,789 Capitalisation Shares have been duly allotted and issued to the Lender (i.e. Dr. LIU Zhiwei, as subscriber) under the Specific Mandate at the Issue Price of HK\$1.28 per Capitalisation Share immediately upon Completion.

The consideration of the allotment and issue of the Capitalisation Shares in the amount of approximately HK\$587.225 million shall be settled by means of offsetting against the Repayment Amount of approximately HK\$587.225 million. As at the date of this announcement, with the Repayment Amount shall be deemed to have been repaid and the Group will be indebted to the Lender pursuant to the Shareholder's Facilities under the Loan Agreements in the amount of HK\$80 million upon Completion.

The Capitalisation Shares represent (i) approximately 5.04% of the total number of issued Shares immediately prior to Completion; and (ii) approximately 4.80% of the total number of issued Shares as enlarged by the allotment and issue of the Capitalisation Shares immediately upon Completion. The nominal value of the Capitalisation Shares (with a par value of HK\$0.10 each) is HK\$45,876,978.90.

EFFECTS ON SHAREHOLDINGS STRUCTURE OF THE COMPANY

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, the shareholding structure of the Company (i) immediately prior to Completion; and (ii) immediately upon Completion with the allotment and issue of the Capitalisation Shares, are set out as follows:

Shareholders	Immediately prior to Completion		Immediately upon Completion with the allotment and issue of the Capitalisation Shares	
	<i>No. of Shares</i>	<i>Approximate %</i>	<i>No. of Shares</i>	<i>Approximate %</i>
Dr. Liu Zhiwei (<i>Note 2</i>)	1,592,343,151	17.49	2,051,112,940	21.46
Wealthink AI-Innovation Capital Limited ("Wealthink-AI")	1,172,458,549	12.88	1,172,458,549	12.27
Stratus One Global Limited ("Stratus One") (<i>Note 1</i>)	518,400,000	5.70	518,400,000	5.42
Ms. Sun Qing (<i>Note 3</i>)	1,042,000	0.01	1,042,000	0.01
Other Public Shareholders	5,815,670,591	63.91	5,815,670,591	60.84
Total (<i>Note 4</i>)	9,099,914,291	100.00	9,558,684,080	100.00

Notes:

1. Stratus One is the trustee of an ESOP trust whose nominee company is GoFintech ESOP Limited. GoFintech ESOP Limited directly holds the shares of the Company issued and allotted to the trustee under the share award scheme adopted by the Company on 3 June 2024. Stratus One holds these shares indirectly through GoFintech ESOP Limited. The Company granted a total of 103,680,000 shares awards to a total of 38 Directors and employees of the Company on 26 July 2024.

2. On top of Dr. Liu Zhiwei's interests in 1,242,562,000 Shares in the capacity as beneficial owner, by virtue of Part XV of the SFO, Dr. Liu Zhiwei is also deemed to be interested in 349,781,151 Shares, via (i) Caitex Technology Holdings Limited (interested in 340,053,151 Shares), which is wholly-owned by Chunda International Capital Management Co., Ltd. and the latter is in turn wholly-owned by Dr. Liu Zhiwei; (ii) AI International Capital Management Ltd. (interested in 5,400,000 Shares), which is wholly-owned by Dr. Liu Zhiwei; and (iii) Chun Yuan International Company Limited (interested in 4,328,000 Shares), which is wholly-owned by Dr. Liu Zhiwei.
3. Ms. Sun Qing is an executive Director.
4. Shareholders and public investors should note that the above shareholding percentages for shareholding have been rounded to two decimal places. Accordingly, the total percentage may not be equal to the apparent total percentage.

By order of the Board
GoFintech Quantum Innovation Limited
SUN Qing
Chairlady and Executive Director

Hong Kong, 24 December 2025

As at the date of this announcement, the Board consists of one executive Director, namely Ms. SUN Qing (Chairlady); two non-executive Directors, namely Dr. NIE Riming and Mr. LI Chunguang; and three independent non-executive Directors, namely Mr. CHIU Kung Chik, Ms. LUI Mei Ka and Dr. LIANG Jinxiang.