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TradeGo

TradeGo FinTech Limited

捷利交易寶金融科技有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8017)

**FURTHER INFORMATION
IN RELATION TO THE ADOPTION OF THE SHARE AWARD SCHEME
AND
THE SHARE PURCHASE**

References are made to the announcements of TradeGo FinTech Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) dated 20 June 2022 and 3 November 2022 in relation to the adoption of the share award scheme (the “**June Announcement**”) and the share purchase pursuant to the share award scheme (the “**November Announcement**”, together with the June Announcement, the “**Announcements**”), respectively. Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as defined in the Announcements.

THE SHARE AWARD SCHEME AND THE SHARE PURCHASE

The Board would like to provide further information in relation to the adoption of the Share Award Scheme and the Share Purchase.

Pursuant to the June Announcement, it was disclosed that “...After the grant of Awards, the Company shall transfer to the Trust the necessary funds and instruct the Trustee to acquire Shares through on-market transactions at the prevailing market price.”. Notwithstanding that, as disclosed in the November Announcement, the Trustee had purchased a total of 21,504,000 Shares on the market for the purchase of the Share Award Scheme while no award share has been granted pursuant to the Share Award Scheme, the Board is of the view that the Share Purchase did not contravene with the Scheme Rules and that it was in the best interests of the Company and the Shareholders as a whole.

The Board would like to clarify that, save for the purchase of Shares by the Trustee after the grant of the Awards, the Trustee can also purchase the Shares prior to the grant of Awards upon the instructions from the Board pursuant to the right of the Board to interpret the Scheme Rules. Therefore, in August 2022, the Company had given instruction to the Trustee (the “**Instruction**”), pursuant to which the Company had requested the Trustee to apply HK\$20,000,000 to purchase the Shares at a price range between HK\$0.64 to HK\$1.50 per Share during the period of three months from the date of the Instruction. According to the Instruction, the Trustee shall also have the absolute discretion to determine the timing of the purchase and the number of Shares to be purchased without further notice or consent from the Company.

The Board is of the view that the Instruction and the Share Purchase had no material adverse effect on the financial position and operation of the Company and that the interests of the Company and the Shareholders had not been jeopardized for the following reasons:

- (a) historically, the trading volume of the Shares is low as compared to other companies listed on the Main Board of the Stock Exchange and the price of the Shares are subject to fluctuation. From 30 November 2021 and up to the date of this announcement, the price of the Shares had fluctuated significantly and the difference between the highest and the lowest price per Share recorded was 214.8%. The Instruction would therefore allow the Trustee to be able to (i) purchase sufficient Shares in time to satisfy the grant of the Awards; and (ii) purchase the Shares at a reasonable price; and
- (b) the timing of the Share Purchase did not have any material adverse impact of the operation of the Share Award Scheme and the interests of the Company and the Shareholders.

INTERNAL CONTROL MEASURES

While there was no material adverse impact brought by the Share Purchase, the Board would like to enhance its internal control measures in relation to the purchase of Shares under the Share Award Scheme (including its subsequent renewal) or the future share award schemes to be adopted by the Company, if any, to protect the interests of the Company and the Shareholders. The Company would therefore ensure that, when the Share Award Scheme is renewed or if future share award schemes are adopted:

- (a) the Company shall only instruct the trustee to purchase the Shares after making a grant of an award;
- (b) the price of the Shares to be purchased by the trustee shall not be higher than 5% or more than the average closing market price for the five preceding trading days on which the instruction to the trustee is given; and
- (c) the Company shall not give an instruction to the trustee and the trustee shall not purchase any Shares from the market during (i) the period of 60 days immediately preceding the publication date of the annual results or, if shorter, the period from the end of the

relevant financial year up to the publication date of the results; and (ii) the period of 30 days immediately preceding the publication date of the quarterly results and half-year results or, if shorter, the period from the end of the relevant quarterly or half-year period up to the publication date of the results, unless the circumstances are exceptional.

By order of the Board
TradeGo FinTech Limited
LIU Yong
Chairman and Executive Director

Hong Kong, 29 November 2022

As at the date of this announcement, the board of directors of the Company comprises Mr. LIU Yong, Mr. WAN Yong, Mr. LIAO Jicheng and Mr. ZHANG Wenhua as executive directors; Mr. LIN Hung Yuan and Mr. WANG Haihang as non-executive directors; and Ms. JIAO Jie, Mr. MAN Kong Yui and Dr. LOKE Yu as independent non-executive directors.

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 this announcement misleading.

This announcement will remain on the “Latest Listed Company Information” page of the GEM website at www.hkgem.com for a minimum period of seven days from the date of its publication and on the website of the Company at www.tradego8.com.