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True Partner
Capital Holding

TRUE PARTNER CAPITAL HOLDING LIMITED

(the “Company”)

(Incorporated under the laws of the Cayman Islands with limited liability)

(Stock Code: 8657)

SUPPLEMENTAL ANNOUNCEMENT DISCLOSEABLE AND CONNECTED TRANSACTIONS: (1) ACQUISITION OF 49% EQUITY INTEREST IN TRUE PARTNER ADVISOR HONG KONG LIMITED AND (2) DISPOSAL OF 2.73% EQUITY INTEREST IN CSC FUTURES (HK) LIMITED

Reference is made to the announcement of the Company dated 11 November 2021 (the “**Announcement**”) in relation to, among other things, the Acquisition and the Disposal. Unless otherwise stated, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

The Board wishes to clarify that as Capital Futures Corp., being the counterparty to the Acquisition and Disposal, is interested in 49% of the equity interest in TPAHK, a subsidiary of the Company, Capital Futures Corp. is therefore a connected person at the subsidiary level under GEM Listing Rule 20.07(1). As such, the Acquisition and Disposal are connected transactions under Chapter 20 of the GEM Listing Rules.

Pursuant to Rule 20.99 of the GEM Listing Rules, a connected transaction between the listed issuer’s group and a connected person at the subsidiary level on normal commercial terms or better is exempt from circular, independent financial advice and shareholders’ approval requirements if: (1) the listed issuer’s board of directors have approved the transactions; and (2) the independent non-executive directors have confirmed that the terms of the transaction are fair and reasonable, the transaction is on normal commercial terms or better and in the interests of the listed issuer and its shareholders as a whole.

The Company has obtained the approval from the Board (including the independent non-executive Directors) regarding the Acquisition and the Disposal, and the Directors (including the independent non-executive Directors) have confirmed that the terms of the Acquisition and the Disposal are fair and reasonable, and that they are on normal commercial terms or better, and in the ordinary and usual course of business of the Group, and in the interests of the Company and the Shareholders as a whole. As such, pursuant to Rule 20.99 of the GEM Listing Rules, the Acquisition and the Disposal are only subject to reporting and announcement requirements, and are exempted from the circular, independent financial advice and independent Shareholders' approval requirements under Chapter 20 of the GEM Listing Rules.

None of the Directors had any material interest in the Acquisition and the Disposal, thus no Director was required to abstain from voting on the Board resolutions approving the same.

By order of the board of
True Partner Capital Holding Limited
Ralph Paul Johan van Put
Chairman and Chief Executive Officer

Hong Kong, 15 November 2021

As at the date of this announcement, the Board comprises Mr. Ralph Paul Johan van Put, Mr. Godefriedus Jelte Heijboer, Mr. Tobias Benjamin Hekster and Mr. Roy van Bakel, each as an executive Director and Mr. Jeroen M. Tielman, Ms. Jasmine Wan Ting Pai and Mr. Michael Ngai Ming Tak, each as an independent non-executive Director.

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 GEM's website at <http://www.hkgem.com> on the "Latest Listed Company Information" page for a minimum period of seven days from the date of its publication. This announcement will also be published on the Company's website at www.truepartnercapital.com.