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中達集團控股有限公司

CENTRAL WEALTH GROUP HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 139)

ENTERING INTO OF STRATEGIC PARTNER COOPERATION AGREEMENT WITH ROTHS INVESTMENT BANK

This announcement is made by Central Wealth Group Holdings Limited (the “**Company**”, together with its subsidiaries as the “**Group**”) on voluntary basis to keep the shareholders (the “**Shareholders**”) and potential investor informed about the business development of the Group.

The board (the “**Board**”) of directors (the “**Director(s)**”) of Company is pleased to announce that the Company entered into a strategic partner cooperation agreement (the “**Strategic Partner Cooperation Agreement**”) dated 1 November 2024 with Roths Investment Bank P.L.C. (formerly known as HWG Digital Investment Bank (Malaysia) P.L.C.) (the “**Bank**”), pursuant to which the Company and the Bank will form strategic cooperation partnership with each other and utilize their respective edges for the mutual benefits of the parties.

THE STRATEGIC PARTNER COOPERATION AGREEMENT

Date: 1 November 2024

Parties: The Company

The Bank

To the best of the Directors’ knowledge, information and belief, the Bank and its ultimate beneficial owner(s) are third parties independent of and not connected with the Company and its connected persons (as defined under The Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

Set out below are the principal terms of the Strategic Partner Cooperation Agreement:

1. Subject to the terms and conditions of the Strategic Partner Cooperation Agreement, the parties agree to form a comprehensive strategic partnership aiming to utilize the respective business edges of each party to have in-depth business strategic cooperation.
2. The Group will utilize its edge including being licensed corporations in Hong Kong for securities brokerage and asset management and also its business network and connection with the PRC, whilst the Bank will utilize its edge as a licensed Labuan investment bank. Both parties will leverage their respective edges for future strategic cooperation.
3. Both parties will set up working groups to promote strategic cooperation between themselves. Details of cooperation shall be subject to the entering into of relevant specific cooperation agreements between the Group and the Bank group.
4. In respect of appropriate business cooperation opportunities, the parties agree to give cooperation priority to each other, subject to the terms and conditions of the specific cooperation agreement(s) to be agreed between the parties.
5. Both parties shall regularly review the progress of the strategic cooperation and resolve any issues in the cooperation to ensure that the parties' targets are achieved and to discuss any new business ideas and plans related to the business cooperation between the two parties so as to further enhance cooperation.

The terms of the Strategic Partner Cooperation Agreement were arrived at after arm's length negotiations between the Company and the Bank and the Board considers that the terms and conditions of the Strategic Partner Cooperation Agreement are fair and reasonable and are in the interests of the Company and its Shareholders as a whole.

INFORMATION OF THE BANK

The Bank is a licensed investment bank under Labuan Financial Services and Securities Act 2010. The Bank, amongst others, (i) provides credit facilities; (ii) provides consultancy and advisory services relating to corporate and investment matters; (iii) undertakes foreign exchange transactions; and (iv) undertakes other Labuan financial business.

REASONS AND BENEFITS FOR ENTERING INTO OF THE STRATEGIC PARTNER COOPERATION AGREEMENT

The Company is a company incorporated in Bermuda with limited liability and the Group is principally engaged in, among others, securities brokerage and margin financing, debt capital market business and asset management.

With the entering into of the Strategic Partner Cooperation Agreement with the Bank, it is contemplated that the Group and the Bank can utilize their respective edges to create synergic effects. Moreover, the strategic cooperation with the Bank, being a leading digital fintech investment bank in Labuan, will create new business opportunities for the Group for its further development and increase its global competitiveness, systemic importance and brand influence.

As such, the Board believes that the entering into of the Strategic Partner Cooperation Agreement will facilitate the business development of the Group with expansion of business opportunities and is in line with the future development direction of the Group.

By order of the Board
Central Wealth Group Holdings Limited
Chen Xiaodong
Executive Director

Hong Kong, 4 November 2024

As at the date of this announcement, the Board comprises the following Directors:

Executive Directors

Mr. Chen Xiaodong (*Vice Chairman and
Executive Director*)
Mr. Yu Qingrui

Independent non-executive Directors

Mr. Chan Ngai Fan
Mr. Wu Ming
Ms. Li Meifeng