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**Power Financial Group Limited**  
**權威金融集團有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 397)**

**NO MATERIAL CHANGE IN  
THE FINANCIAL OR TRADING POSITION OR OUTLOOK  
OF THE GROUP  
AND  
NO CHANGE IN THE ADVICE OF  
THE INDEPENDENT FINANCIAL ADVISER  
IN RELATION TO  
THE CONDITIONAL VOLUNTARY SECURITIES EXCHANGE  
PARTIAL OFFER AND OPTION OFFER  
BY OPTIMA CAPITAL LIMITED  
ON BEHALF OF JICHENG INVESTMENT LIMITED  
TO ACQUIRE 1,593,874,096 ISSUED SHARES  
IN THE ORDINARY SHARE CAPITAL OF THE COMPANY AND  
TO CANCEL A MAXIMUM OF 20,068,200  
OUTSTANDING OPTIONS OF THE COMPANY**

**Independent Financial Adviser to the Independent Board Committee**



Reference is made to (i) the response document dated 18 July 2018 issued by Power Financial Group Limited (the “**Company**”) in relation to the Offers (the “**Response Document**”) and (ii) the interim results announcement of the Company for the six months ended 30 June 2018 dated 28 August 2018 (the “**Interim Results Announcement**”). Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Response Document.

## **NO MATERIAL CHANGE IN THE FINANCIAL OR TRADING POSITION OR OUTLOOK OF THE GROUP**

The Directors confirmed that there has been no material change in the financial or trading position or outlook of the Group since 16 July 2018, being the Latest Practicable Date, up to and including the date of the Interim Results Announcement.

## **NO CHANGE IN THE ADVICE OF THE INDEPENDENT FINANCIAL ADVISER IN RELATION TO THE OFFERS**

The Independent Financial Adviser has confirmed to the Board that the information in the Interim Results Announcement does not affect their advice in relation to the terms and conditions of the Offers as set out in the section headed “Letter from Pelican” in the Response Document, and as such there is no change in their advice.

**The Independent Shareholders and the holders of the Options should read carefully the advice, opinion, financial information of the Group and other information contained in the Response Document, including the recommendation from the Independent Board Committee and the advice from the Independent Financial Adviser before deciding whether or not (i) to approve the Partial Offer and (ii) to accept all or part of the Offers.**

By order of the Board  
**Power Financial Group Limited**  
**Choi Chun Chung, Danny**  
*Chairman*

Hong Kong, 28 August 2018

*As at the date of this announcement, the executive Directors are Mr. Wu William Wai Leung and Mr. Sit Sai Hung, Billy; the non-executive Director is Mr. Choi Chun Chung, Danny; and the independent non-executive Directors are Mr. Wong Kun To, Mr. Chu Hau Lim and Ms. Lim Xue Ling, Charlene.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.*