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## **SOUTH CHINA FINANCIAL HOLDINGS LIMITED**

**南華金融控股有限公司**

*(Incorporated in Hong Kong with limited liability)*

**(Stock Code: 00619)**

### **VOLUNTARY ANNOUNCEMENT FORMATION OF JOINT VENTURE**

Reference is made to the voluntary announcement of South China Financial Holdings Limited (the “**Company**”) dated 6 November 2025 in relation to the memorandum of understanding (the “**MOU**”) entered into between Luxfield and Mr. Zhu regarding the proposed formation of a joint venture to be established in Hong Kong (the “**MOU Announcement**”). Unless otherwise specified herein, all capitalized terms shall have the meanings ascribed to them in the MOU Announcement.

#### **FORMATION OF THE JOINT VENTURE**

The Board is pleased to announce that, subsequent to the MOU, Luxfield, Mr. Zhu and Ms. Liu Haiying (劉海英) (“**Ms. Liu**”), a Chinese national who is independent of and not connected with the Company and its connected person (as defined in the Listing Rules) to the best knowledge, information and belief of the Board, entered into a shareholders’ agreement (the “**Shareholders’ Agreement**”) on 29 April 2026 to establish a joint venture company named South China Lei Yin International Security Group Limited (南華雷音國際安防集團有限公司) (the “**JV Company**”). The issued share capital of the JV Company is HK\$100.

Pursuant to the Shareholders’ Agreement, the JV Company is owned as to 50% by Luxfield, 30% by Mr. Zhu and 20% by Ms. Liu. The board of directors the JV Company is controlled by Luxfield, which is entitled to appoint three (3) out of a total of five (5) directors, and the chairman of the board of the JV Company shall be appointed by Luxfield. Accordingly, the financial results of the JV Company will be consolidated into the financial statements of the Group, as if the JV Company were a subsidiary of the Company.

The JV Company will primarily be engaged in (1) promoting and selling security products which are characterized as non-traditional, non-contact and non-lethal, by adhering to the philosophy of “turning swords into ploughshares” and “technology for good” — (i) acoustic deterrence products, including strong sound and light dispensers which can be vehicle-mounted, ship-mounted, aircraft-mounted and fixed installation, for forcibly driving away and preventing dangerous approaches; (ii) drones, including high-rise firefighting drones, perimeter inspection acoustic deterrence drones, emergency tethered rescue drones and infrared night patrol drones; (iii) security products, including radio anti-interference products and radio rescue products; and (iv) new materials for the aforesaid items

(collectively, the “**Security Products**”) in global markets; (2) providing relevant technological support and solutions in respect of the Security Products to overseas customers; and (3) conducting research and development of the Security Products to enhance their functionality and quality in order to cater the needs of overseas markets.

## **REASONS FOR AND BENEFITS OF THE JOINT VENTURE**

Each party thereto possesses expertise across multiple domains, including technological know-how, market networks and sales channels. The JV Company provides a platform to leverage the resources and expertise of all parties to:

- (1) Expand into the overseas technologically advanced security and anti-riot equipment market and capture new growth opportunities arising from substantial global demand, taking into account (i) the Security Products have wide applications and broad market prospects; and (ii) such expansion is in line with the national development direction as disclosed in the MOU Announcement;
- (2) Enhance resource sharing and operational synergies between the Group and its partners;
- (3) Strengthen the Group’s competitive position by combining expertise, networks, and technology; and
- (4) Diversify the Group’s business portfolio and create additional revenue streams.

The Board considers that the formation of the JV Company represents a strategic step aligned with the Group’s long-term development objectives and will create value for the Company and its shareholders.

## **GENERAL**

As the formation of the JV Company does not constitute a notifiable transaction under the Listing Rules, this announcement is made by the Company on a voluntary basis.

**Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.**

By Order of the Board  
**South China Financial Holdings Limited**  
南華金融控股有限公司  
**Cheung Choi Ngor**  
*Executive Director*

Hong Kong, 29 April 2026

*As at the date of this announcement, the directors of the Company are:*

### ***Executive Directors***

*Mr. Ng Hung Sang*

*Ms. Cheung Choi Ngor*

*Ms. Ng Yuk Mui Jessica*

*Mr. Ng Yuk Yeung Paul*

### ***Independent Non-executive Directors***

*Mrs. Tse Wong Siu Yin Elizabeth*

*Mr. Tung Woon Cheung Eric*

*Ms. Li Yuen Yu Alice*