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**奇点国际有限公司**

QIDIAN INTERNATIONAL CO., LTD.

*(Incorporated in the Cayman Islands with limited liability)*

(Stock Code: 1280)

## **ANNOUNCEMENT**

### **TERMINATION OF THE ACQUISITION AGREEMENT AND END OF OFFER PERIOD**

References are made to (i) the joint announcement of Qidian International Co., Ltd. (the “**Company**”) and the Offeror dated 23 August 2022 in connection with the Acquisition and the Offer by Guosen Securities (HK) Capital Company Limited for and on behalf of the Offeror to acquire all the issued shares of the Company (other than those already owned or agreed to be acquired by the Offeror and parties acting in concert with it); (ii) the joint announcement issued by the Company and the Offeror dated 13 September 2022 in relation to delay in despatch of the Composite Document; and (iii) the monthly update announcements of the Company and the Offeror dated 11 August 2023, 10 July 2023, 12 June 2023, 10 May 2023, 11 April 2023, 10 March 2023, 10 February 2023, 12 January 2023, 12 December 2022 and 11 November 2022 (collectively the “**Announcements**”). Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Announcements.

#### **TERMINATION OF THE ACQUISITION**

The Company wishes to update the shareholders and potential investors of the Company that, on 11 September 2023, the parties to the Acquisition Agreement have entered into an agreement (the “**Termination Agreement**”) to terminate the Acquisition Agreement and hence the Acquisition will not proceed.

Pursuant to the Termination Agreement, all antecedent obligations and liabilities of the parties, including the Company, under the Acquisition Agreement shall be absolutely discharged and released in all aspects with immediate effect. No Shares have been or will be issued under the Acquisition.

The Company considers that the termination of the Acquisition Agreement would have no material adverse impact on the financial or operational position of the Company or any of its subsidiaries.

## **END OF OFFER PERIOD**

As a result of termination of the Acquisition Agreement, there will no longer be an obligation under Rule 26.1 of the Takeovers Code on the Vendors to make an unconditional mandatory general offer for all the issued Shares not already owned and/or agreed to be acquired by the Concerted Group. Accordingly, for the purpose of the Code on Takeovers and Mergers (the “**Takeovers Code**”), the Offer Period ends on the date of this announcement.

As the Acquisition Agreement has been terminated, no EGM will be convened and held by the Company for the Independent Shareholders to consider and approve the Specific Mandate and the Acquisition and no Circular will be issued.

Pursuant to Rule 31.1 of the Takeovers Code, the Offeror, parties who acted in concert with it in the course of the Acquisition and any parties who subsequently act in concert with any of them may not, within 12 months from the date of this announcement, (a) announce a further offer or possible offer for the Company (including a partial offer which could result in the Offeror holding shares carrying 30% or more of the voting rights of the Company), or (b) acquire any voting rights of the Company if the Offeror or persons acting in concert with it would thereby become obliged under Rule 26 of the Takeovers Code to make a mandatory general offer, except in each case with the consent of the Executive Director of the Corporate Finance Division of the Securities and Futures Commission.

**Shareholders and potential investors of the Company are advised to exercise extreme caution when dealing in the Shares and if they are in any doubt about their position, they should consult their professional adviser(s).**

By Order of the Board  
**Qidian International Co., Ltd.**  
**Yuan Li**  
*Chairman*

Yangzhou, PRC, 11 September 2023

*As at the date of this announcement, the Board of Directors of the Company comprises three executive Directors, namely Mr. Yuan Li, Mr. Xu Xinying and Mr. Zhuang Liangbao; one non-executive Director, namely Ms. Xu Honghong; and three independent non-executive Directors, namely Mr. Zhang Yihua, Mr. Chen Rui and Mr. Fung Tak Choi.*

*The Directors of the Company jointly and severally accept full responsibility for the accuracy of the information contained in this announcement, and confirm, having made all reasonable enquiries, 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.*