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True Partner  
Capital Holding

## **TRUE PARTNER CAPITAL HOLDING LIMITED**

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

**(Stock Code: 8657)**

### **PROFIT WARNING**

This announcement is made by True Partner Capital Holding Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 17.10(2) of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”) and the Inside Information Provisions (as defined in GEM Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The board (the “**Board**”) of directors (the “**Directors**”) of the Company would like to inform the shareholders of the Company (the “**Shareholders**”) and potential investors that based on the preliminary review and assessment of the unaudited consolidated management accounts of the Group for the year ended 31 December 2024 and other information currently available to the Board, the Group is expected to record a net loss attributable to owners of the Company for the year ended 31 December 2024 in the range of approximately HK\$42 million to HK\$51 million as compared to a net loss attributable to owners of the Company of HK\$67 million for the year ended 31 December 2023.

Based on the information currently available to the Company, the Board believes that the estimated loss for the year ended 31 December 2024 was mainly attributed to the combined effects of, among others:

- i. a decrease in revenue, from HK\$13.3 million for the year ended 31 December 2023 to HK\$9.6 million. Comparing the year ended 31 December 2024 to the year ended 31 December 2023, overall assets under management (the “**AUM**”, Note 1) declined given there were changes in underlying product mix as detailed in our regular monthly filings. The changes in AUM primarily reflected factors including idiosyncratic changes with some underlying clients, as well as the effects of a challenging trading environment in general. Overall, the effects of the changes in

AUM and product mix also included that the expected relative contribution of management fees and performance fees to revenues per unit of AUM became more focused on performance fees and less focused on management fees. The combination of these factors led to a decrease in the average revenue per unit of AUM for the year ended 31 December 2024 as compared to the year ended 31 December 2023. Taken together, the above factors also led to a decrease in overall revenue for the year ended 31 December 2024 as compared to the year ended 31 December 2023.

- ii. A decrease in staff cost, professional and administrative expense as the Group reviewed its operations and made adjustments where it was able to identify redundancies and opportunities for efficiency given the cyclicity of the market conditions which the Group encounters. As a result, the progress for the use of proceeds outlined in the prospectus of the Company dated 30 September 2020 (the “**Prospectus**”) remains relevant but the Group has opted to extend the expected timeline for utilising the remaining unused net proceeds to 31 December 2025. As set out in the Group’s annual report for the year ended 31 December 2023, the business objectives, future plans and planned use of proceeds as stated in the Prospectus were based on the best estimation and assumption of future market conditions made by the Group at the time of preparing the Prospectus while the proceeds were applied based on the actual development of the Group’s business and the industry, and will be subject to change based on current and future development of market conditions. The Board considers that the development direction of the Group remains unchanged. The Board will continue to closely monitor the situation and evaluate the impacts on the timeline to utilize the unutilized proceeds and will keep Shareholders and potential investors informed if there are any material changes.

*Note 1: The AUM of the Group is prepared on the basis that AUM figures are recalculated as at the last dealing date of the previous month reported by the administrator or custodian of each fund/managed account, which date may or may not be the last business day of the year/period. In line with the general market practice, subscriptions and redemptions on the last dealing date are not taken into account in arriving at the AUM figures.*

The Company is in the process of finalising the results of the Group for the year ended 31 December 2024. The information contained in this announcement is only based on a preliminary assessment by the Board of the unaudited consolidated management accounts of the Group and the information currently available to the Company and is not based on any figures or information that have been audited or reviewed by the Company’s auditors. The figures contained in this announcement may be subject to adjustment based on updated information. Details of the Group’s results will be disclosed as and when the yearly results of the Group for the year ended 31 December 2024 is announced, currently expected to be on 28 March 2025.

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

By Order of the Board  
**True Partner Capital Holding Limited**  
**Ralph Paul Johan van Put**  
*Chairman and Chief Executive Officer*

Hong Kong, 14 February 2025

*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. Jeronimus Mattheus Tielman, Ms. Wan Ting Pai and Mr. Ming Tak Ngai, 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 “Latest Listed Company Information” page of the Stock Exchange of Hong Kong Limited website at [www.hkexnews.hk](http://www.hkexnews.hk) 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](http://www.truepartnercapital.com).*