



FIRST SPONSOR GROUP LIMITED
(Incorporated in the Cayman Islands)
(Registration No. 195714)

ANNOUNCEMENT PURSUANT TO RULE 706A OF THE SGX-ST LISTING MANUAL

Pursuant to Rule 706A of the SGX-ST Listing Manual, First Sponsor Group Limited (“**Company**”) wishes to announce the following transactions that occurred during the first half year ended 30 June 2023:

A. Incorporation of subsidiaries

1. FS Dongguan No. 3 Ltd (“**FSDG3**”), an indirect wholly-owned subsidiary of the Company, incorporated the following wholly-owned subsidiary:

Name of company	: Wanbang (Dongguan) Investment Consultancy Co., Ltd. (“ WBDG ”) (万邦 (东莞) 投资咨询有限公司)
Date of incorporation	: 6 January 2023
Country of incorporation	: People’s Republic of China (“ PRC ”)
Registered capital	: RMB25,800,000
Principal activities	: Investment holding

As at the date of this announcement, FSDG3 has contributed RMB25,800,000 towards the registered capital of WBDG.

2. FS Dongguan No. 7 Pte. Ltd., a direct wholly-owned subsidiary of the Company, incorporated the following wholly-owned subsidiaries:

Name of company	: FS Dongguan No. 8 Pte. Ltd.
Date of incorporation	: 17 March 2023
Country of incorporation	: Singapore
Issued share capital	: CNY1.00
Principal activities	: Investment holding

Name of company	: FS Dongguan No. 9 Pte. Ltd.
Date of incorporation	: 17 March 2023
Country of incorporation	: Singapore
Issued share capital	: CNY1.00
Principal activities	: Investment holding

Name of company	: FS Dongguan No. 10 Pte. Ltd.
Date of incorporation	: 17 March 2023
Country of incorporation	: Singapore
Issued share capital	: CNY1.00
Principal activities	: Investment holding

3. FS Dongguan No. 3 Investment Consultancy Co., Ltd. (“**FSDG3 Investment**”), an indirect wholly-owned subsidiary of the Company, incorporated the following wholly-owned subsidiaries:

Name of company : FS Dongguan No. 5 Investment Consultancy Co., Ltd. (“**FSDG5**”) (东莞市首铸五号投资咨询有限公司)
Date of incorporation : 24 March 2023
Country of incorporation : PRC
Registered capital : RMB1,000,000
Principal activities : Investment holding and property management

Name of company : FS Dongguan No. 13 Investment Consultancy Co., Ltd. (“**FSDG13**”) (东莞市首铸十三号投资咨询有限公司)
Date of incorporation : 24 March 2023
Country of incorporation : PRC
Registered capital : RMB1,000,000
Principal activities : Investment holding and property management

Name of company : FS Dongguan No. 15 Investment Consultancy Co., Ltd. (“**FSDG15**”) (东莞市首铸十五号投资咨询有限公司)
Date of incorporation : 24 March 2023
Country of incorporation : PRC
Registered capital : RMB1,000,000
Principal activities : Investment holding and property management

As at the date of this announcement, FSDG3 Investment has not made any capital contribution to FSDG5, FSDG13 and FSDG15.

4. First Sponsor (Guangdong) Group Limited (“**FSGD**”), an indirect wholly-owned subsidiary of the Company, incorporated the following wholly-owned subsidiary:

Name of company : Dongguan Dongying Investment Consultancy Co., Ltd. (“**FSDY**”) (东莞市东盈投资咨询有限公司)
Date of incorporation : 13 June 2023
Country of incorporation : PRC
Registered capital : RMB100,000
Principal activities : Investment holding

As at the date of this announcement, FSGD has not made any capital contribution to FSDY.

5. Chengdu Yong Chang Real Estate Co., Ltd (“**YC**”), an indirect wholly-owned subsidiary of the Company, incorporated the following wholly-owned subsidiary:

Name of company : Chengdu Yong Chang No.1 Enterprise Management Consultancy Co., Ltd (“**YC1**”) (成都永昶一号企业管理咨询有限公司)
Date of incorporation : 16 June 2023
Country of incorporation : PRC
Registered capital : RMB100,000
Principal activities : Consultancy and management services

As at the date of this announcement, YC has not made any capital contribution to YC1.

B. Acquisition of an associated company and a subsidiary

1. On 16 February 2023, Shanghai Sigma Enterprise Co., Ltd. (上海西舸玛实业有限公司) (“SHS”), an indirect wholly-owned subsidiary of the Company, acquired from an unrelated third party, a 47.8% equity interest in Shanghai Qilu Junkun Enterprise Development Partnership (Limited Partnership) (“SHJK”), a limited partnership established in the PRC, for nil cash consideration. The nil cash consideration was arrived at on a willing buyer-willing seller basis, taking into account, among other things, the net asset value of SHJK. Based on the unaudited management accounts of SHJK as at 16 February 2023, the net asset value attributable to the 47.8% equity interest in SHJK was nil. Following the acquisition, SHJK became an indirect 47.8%-owned associated company of the Company.

Further information relating to SHJK is set out below:

Name of limited partnership	: Shanghai Qilu Junkun Enterprise Development Partnership (Limited Partnership) (上海齐鲁峻坤企业发展合伙企业(有限合伙))
Date of incorporation	: 17 January 2023
Country of incorporation	: PRC
Registered capital	: RMB410,010,000
Principal activities	: Investment holding

On 19 June 2023, SHS, Shanghai Qilu Enterprise Development Co., Ltd. (“SHQL”) and the remaining holders of SHJK contributed cash amounting to RMB477,793, RMB24 and RMB522,183 respectively to the registered capital of SHJK, in proportion to their respective equity interest in SHJK.

2. On 17 February 2023, SHS acquired from unrelated third parties, a 58% equity interest in SHQL, the general partner of SHJK, for nil cash consideration. SHQL owns a 0.0024% equity interest in SHJK. The nil cash consideration was arrived at on a willing buyer-willing seller basis, taking into account, among other things, the net asset value of SHQL. Based on the unaudited management accounts of SHQL as at 17 February 2023, the net asset value attributable to the 58% equity interest in SHQL was nil. Following the acquisition, SHQL became an indirect 58%-owned subsidiary of the Company.

Further information relating to SHQL is set out below:

Name of company	: Shanghai Qilu Enterprise Development Co., Ltd. (上海齐鲁企业发展有限公司)
Date of incorporation	: 9 December 2022
Country of incorporation	: PRC
Registered capital	: RMB10,000,000
Principal activities	: Investment holding

On 19 June 2023, SHS and the remaining holders of SHQL contributed cash amounting to RMB580 and RMB420 respectively to the registered capital of SHQL, in proportion to their respective equity interest in SHQL.

C. Change of interests in a subsidiary

On 2 March 2023, FSGD reduced its equity interest in FS Dongguan No. 9 Investment Consultancy Co., Ltd. (东莞市首铸九号投资咨询有限公司) (“FSDG9”) from 95% to 65% as a result of cash contributions made by an unrelated third party to the registered capital and the capital reserves of FSDG9 amounting to RMB4,897,166 and RMB2,256,512 respectively.

D. Dissolution of a subsidiary

On 27 January 2023, FS GZ No. 1 Ltd, the Company's dormant indirect wholly-owned subsidiary incorporated in the British Virgin Islands, was dissolved by way of members' voluntary liquidation.

E. Dissolution of an associated company

On 6 June 2023, FS Australia Property 2 Pte. Ltd., the Company's dormant indirect 50.0%-owned associated company incorporated in Singapore, was dissolved by way of members' voluntary liquidation.

None of the above transactions is expected to have a material impact on the consolidated earnings per share or the consolidated net tangible assets per share of the Company for the current financial year.

BY ORDER OF THE BOARD
Neo Teck Pheng
Group Chief Executive Officer and Executive Director

27 July 2023