

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



**WANKAONLINE**

**WANKA ONLINE INC.**

**萬咖壹聯有限公司\***

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

**(Stock Code: 1762)**

## **VOLUNTARY ANNOUNCEMENT**

### **INCREASE IN SHAREHOLDING BY CONTROLLING SHAREHOLDERS AND A MAJOR SHAREHOLDER AND POTENTIAL INCREASE IN SHAREHOLDING BY CONTROLLING SHAREHOLDERS**

This announcement is made by Wanka Online Inc. (the “**Company**”) on a voluntary basis.

#### **Increase in Shareholding by Controlling Shareholders and Major Shareholder**

The board (the “**Board**”) of directors (the “**Directors**”) of the Company was informed by Mr. GAO Dinan (“**Mr. Gao**”), an executive Director, the chairman of the Board and the chief executive officer, Mr. ZHENG Wei (“**Mr. Zheng**”), an executive Director and the vice chairman of the Board (collectively with Mr. Gao, the “**Controlling Shareholders**”) and Mr. HUA Xinjiang, a major shareholder of the Company and a director of one of the Company’s consolidated affiliated entities (“**Major Shareholder**”), that on 25 June 2019, they have acquired 100,000, 200,000 and 112,000 shares of the Company (the “**Shares**”) with par value of US\$0.0000002 each on The Stock Exchange of Hong Kong Limited for an aggregate consideration of approximately HK\$459,990, HK\$909,330 and HK\$500,970, respectively (representing an average price of approximately HK\$4.60, HK\$4.55 and HK\$4.47 per Share, respectively) (the “**Acquisitions**”). The Company believes that the Acquisitions demonstrate the Controlling Shareholders’ and the Major Shareholder’s confidence in the overall development prospects and growth potential of the Company.

The respective equity interests of the Controlling Shareholders and the Major Shareholder in our Company immediately prior to the Acquisition and immediately following the Acquisitions are as follows:

- (1) the Controlling Shareholders (a) immediately prior to the Acquisition, were interested in an aggregate of 475,082,800 Shares representing an aggregate of approximately 37.31% of the total issued share capital of the Company as of the date of this announcement, which comprised of (i) 262,284,300 Shares held by Mr. Gao as the ultimate beneficial owner; and (ii) 212,798,500 Shares held by Mr. Zheng as the ultimate beneficial owner; and (b) immediately after the Acquisition, are interested in an aggregate of 475,382,800 Shares, representing an aggregate of approximately 37.34% of the total issued share capital of the Company as at the date of this announcement, which comprised of (i) 262,384,300 Shares held by Mr. Gao as the ultimate beneficial owner; and (ii) 212,998,500 Shares held by Mr. Zheng as the ultimate

beneficial owner; and

- (2) the Major Shareholder (a) immediately prior to the Acquisition, was interested in an aggregate of 120,246,320 Shares representing an aggregate of approximately 9.44% of the total issued share capital of the Company as of the date of this announcement; and (b) immediately after the Acquisition, is interested in an aggregate of 120,358,320 Shares, representing approximately 9.45% of the total issued share capital of the Company as at the date of this announcement.

Based on the information available to the Company and to the best knowledge of the Board, the Company has maintained sufficient public float of the issued Shares following the Acquisitions and as at the date of this announcement.

### **Potential Increase in Shareholding by Controlling Shareholders**

The Company was further informed by its Controlling Shareholders of their intention to further increase their respective shareholdings in the Company in the near future if the trading price of the Company's Shares remains attractive without triggering any mandatory general offer obligations under the Codes on Takeovers and Mergers and Share Buy-backs (the "**Takeover Code**").

The Company will continue to pay attention to the situation regarding the shareholding increase in the Company by the Controlling Shareholders and parties acting in concert with it and make timely disclosure of the relevant information pursuant to the relevant regulations including without limitation to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and the Takeover Code.

**Shareholders and potential investors of the Company should note that the potential shareholding increase by the Controlling Shareholders will be at the absolute discretion of the Controlling Shareholders. There is no assurance of the timing, quantity or price of such purchase. Shareholders and potential investors of the Company should exercise caution when dealing in the Shares.**

By order of the Board  
**Wanka Online Inc.**  
**GAO Dinan**  
Chairman

Hong Kong, 25 June 2019

*As at the date of this announcement, the board of directors of the Company comprises Mr. GAO Dinan, Mr. ZHENG Wei and Ms. ZHOU Yan as executive Directors; Ms. XIE Guowang, Mr. SONG Chunyu and Mr. ZHU Jing as non-executive Directors; and Mr. CHEN Baoguo, Mr. LIANG Zhanping and Ms. ZHAO Xuemei as independent non-executive Directors.*

\* For identification purposes only