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理文造紙有限公司*

Lee & Man Paper Manufacturing Limited

(Incorporated in the Cayman Islands and its members' liability is limited)

(Stock Code: 2314)

FACILITY AGREEMENT

GENERAL DISCLOSURE UNDER RULE 13.18 OF THE LISTING RULES

This announcement is made in accordance with Rule 13.18 of the Listing Rules.

On 5 July 2021, certain subsidiaries of the Company entered into the Facility Agreement with, among others, a consortium of lenders as lenders and Bank of China (Hong Kong) Limited as coordinator and agent in relation to the Facility to be made available to the Borrowers.

Pursuant to the Facility Agreement, it will be an event of default if at any time, on or after the date of the Facility Agreement, the Lee Family does not, or ceases to, own at least 51% of the entire issued share capital of the Company or does not, or ceases to, exercise management control over the Company.

The board of directors (the “**Board**”) of Lee & Man Paper Manufacturing Limited (the “**Company**”) and together with its subsidiaries, the “**Group**”) makes the following disclosures in accordance with Rule 13.18 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

THE FACILITY AGREEMENT

On 5 July 2021, Million Profit Corporation Limited, an indirect wholly-owned subsidiary of the Company, and Able Might Limited, also an indirect wholly-owned subsidiary of the Company, as borrowers (collectively, the “**Borrowers**”) entered into a facility agreement (the “**Facility Agreement**”) with, among others, a consortium of lenders as lenders and Bank of China (Hong Kong) Limited as coordinator and agent in relation to a HK\$2,400,000,000 term loan facility (the “**Facility**”) to be made available to the Borrowers.

The Facility is for the purposes of general corporate funding requirements of the Group including but not limited to the refinancing (in part or otherwise) of the existing facility and any existing bilateral bank loan facilities entered into by any member of the Group, and the payment of fees, costs and expenses incurred by the Borrowers in connection with the Facility.

* For identification purposes only

The final repayment date of all outstanding amounts in respect of the Facility will be 5 July 2026, being 60 months from the date of the Facility Agreement.

Pursuant to the Facility Agreement, it will be an event of default if at any time, on or after the date of the Facility Agreement, any one or all of Dr. Lee Wan Keung Patrick, Dr. Lee Man Chun Raymond, Mr. Lee Man Bun and any of their affiliates, or the estates, trusts or legal representatives of which any of them are the beneficiaries (collectively, the “**Lee Family**”) do not, or cease to legally and beneficially own, directly or indirectly and free from any security whatsoever, in aggregate at least 51% of the entire issued share capital of and equity interests in the Company or do not, or cease to, exercise management control over the Company. As at the date of this announcement, the Lee Family, together, directly or indirectly, hold approximately 71.99% of the total issued share capital of the Company.

The occurrence of the above event of default would, among other things, render any commitments under the Facility to be cancelled and/or all outstanding liabilities of the Group under the Facility Agreement to become immediately due and payable.

GENERAL

This announcement is made pursuant to Rule 13.18 of the Listing Rules. In accordance with the requirements pursuant to Rule 13.21 of the Listing Rules, disclosure will be included in the subsequent interim and annual reports of the Company for so long as the said obligation imposed on the Lee Family under the Facility Agreement continues to exist.

By order of the Board
Lee & Man Paper Manufacturing Limited
Lee Man Chun Raymond
Chairman

Hong Kong, 5 July 2021

As at the date of this announcement, the board of directors of the Company comprises five executive directors, namely Dr. Lee Man Chun Raymond, Mr. Lee Man Bun, Mr. Li King Wai Ross, Mr. Lee Jude Ho Chung and Mr. Yip Heong Kan, one non-executive director, namely Professor Poon Chung Kwong, and three independent non-executive directors, namely Mr. Wong Kai Tung Tony, Mr. Peter A. Davies and Mr. Chau Shing Yim David.