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UTS MARKETING SOLUTIONS HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 6113)

DISCLOSEABLE TRANSACTION: PROVISION OF FINANCIAL ASSISTANCE ADVANCE TO AN ENTITY

SECOND AMENDMENTS TO THE TERMS OF THE TRANSACTION

Reference is made to the announcement of UTS Marketing Solutions Holdings Limited (the “**Company**”) dated 23 April 2019 and 30 December 2020 (the “**Announcements**”) in relation to the Agreement dated 23 April 2019 and entered into between UTS Malaysia, Mr. Lim AH, Mr. Lim AK, Performance and Arcadia in relation to the Advance and the first amendments to the terms of the Agreement dated 30 December 2020. Unless otherwise stated, capitalised terms used herein shall denote the same meanings as those defined in the Announcements.

Upon further discussion between the parties to the Agreement, a second supplemental agreement (“**Second Supplemental Agreement**”) was entered into on 30 December 2021 to further amend the terms of the transaction as follows:

1. the long-stop date for the fulfilment of the conditions precedent for the subscription of the shares in Arcadia under the Agreement shall be further extended to 31 December 2022; and
2. the final repayment date of the Advance shall be further extended to 31 December 2022, with the interest rate fixed at 11% per annum on the extended term.

The Board considers that the Group is able to generate additional interest income during the extended period under the Second Supplemental Agreement, and despite the amendments, there will not be any material adverse impact on the cashflow, existing business operations and prospects of the Group. Accordingly, the Directors consider that the terms of the Second Supplemental Agreement are on normal commercial terms and are fair and reasonable and are in the interest of the Company and its shareholders as a whole.

On behalf of the Board
UTS Marketing Solutions Holdings Limited
Ng Chee Wai
Chairman and Executive Director

Hong Kong, 30 December 2021

As at the date of this announcement, the executive Directors are Mr. Ng Chee Wai (Chairman), Mr. Lee Koon Yew (Chief Executive Officer) and Mr. Kwan Kah Yew; and the independent non-executive Directors are Mr. Lee Shu Sum Sam, Mr. Kow Chee Seng and Mr. Chan Hoi Kuen Matthew.