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TEMPUS

騰邦控股

TEMPUS HOLDINGS LIMITED

騰邦控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 06880)

INSIDE INFORMATION

ANNOUNCEMENT ON ARBITRATION PROCEEDING INVOLVING CONTROLLING SHAREHOLDERS

This announcement is made by Tempus Holdings Limited (the “**Company**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “**SFO**”).

On 4 March 2022, the Company received a notification from Tempus Holdings (Hong Kong) Limited (“**Tempus HK**”), a controlling shareholder of the Company that it had been served with a notice of arbitration issued by the Shenzhen Court of International Arbitration (the “**Notice**”) and other relevant documents (the “**Relevant Documents**”), in relation to financial loan contracts dispute (the “**Dispute**”) involving Industrial and Commercial Bank of China Limited Shenzhen Dongmen Branch* (中國工商銀行股份有限公司深圳東門支行) (“**ICBC Shenzhen Dongmen Branch**”) which was subsequently changed to China Cinda Asset Management Co., Ltd Shenzhen Branch Company* (中國信達資產管理股份有限公司深圳市分公司) (“**Cinda Asset Management Shenzhen Branch**”) as applicant (the “**Applicant**”) due to the loan assignment from ICBC Shenzhen Dongmen Branch to Cinda Asset Management Shenzhen Branch and, among others, Tempus Logistics Group Holding Ltd., Tempus Group Co., Ltd, Tempus HK, as well as Mr. Zhong Baisheng, the chairman, a non-executive director and controlling shareholder of the Company, as respondents (the “**Respondents**”). Pursuant to the Relevant Documents, the Applicant alleged that Tempus Logistics Group Holding Ltd. failed to repay principal amount and interests, penalty, compound interests of several loans (as calculated up to 19 January 2021) with a total amount of approximately RMB1.65 billion and the other Respondents acted as guarantors responsible for relevant repayment obligation. The Applicant further alleged, among other things, that the Applicant (i) has the right to the share pledge over 201,543,092 shares of the Company owned by Tempus HK (the “**Share Pledge**”); (ii) is entitled to enforce the Share Pledge; and (iii) has the priority in the proceeds of such sale under the Share Pledge.

A designated arbitration tribunal conducted its first hearing on the Dispute on 20 February 2022 (the “**Hearing**”) and the Notice was served and only came to the attention of Tempus HK after the Hearing because the correspondence address of Tempus HK has been changed and the original arbitration notice failed to reach Tempus HK in a timely manner. According to the written record of the Hearing, the arbitration tribunal ordered both the Applicant and the Respondents to calculate, verify and provide supporting documents for the amount claimed under the Dispute within 15 days and should there be new evidence submitted, the arbitration tribunal will not conduct another hearing and will perform written enquiry. No arbitral award has been granted in respect of the Dispute as at the date of this announcement.

The Company confirms that up to the date of this announcement, so far as the board of directors of the Company is aware, the aforesaid arbitration proceeding has no material adverse impact on the business and general operation of the Company and its subsidiaries. As at the date of this announcement, the Company is carrying out operation as usual and its operation and management remains stable. The Company will closely follow the development of the aforesaid arbitration proceeding and comply with relevant disclosure requirements under the Listing Rules and the SFO in a timely manner as and when necessary.

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

By order of the Board
Tempus Holdings Limited
Zhong Baisheng
Chairman

Hong Kong, 7 March 2022

As at the date of this announcement, the board of directors of the Company comprises four executive directors, namely Mr. Zhong Yiming, Mr. Yip Chee Lai, Charlie, Mr. Wang Xingyi and Mr. Sun Yifei; one non-executive director, namely Mr. Zhong Baisheng; and three independent non-executive directors, namely Mr. Li Qi, Mr. Wong Kai Hing and Mr. Cheng Tsz Lok.

** For identification purpose only*