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## **Overseas Chinese Town (Asia) Holdings Limited**

**華僑城(亞洲)控股有限公司**

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

**(Stock Code: 03366)**

### **INSIDE INFORMATION**

#### **POTENTIAL DISPOSAL OF PARTIAL INTERESTS IN A SUBSIDIARY THROUGH PUBLIC TENDER**

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

#### **POTENTIAL DISPOSAL THROUGH PUBLIC TENDER**

The Group intends to dispose of 51% equity interests in Shanghai Shouchi Enterprise Management Ltd. (the “**Target**”) through public tender (the “**Potential Disposal**”).

The Target is a company incorporated in the People’s Republic of China (the “**PRC**”), and is wholly-owned by Overseas Chinese Town (Shanghai) Land Company Limited (“**OCT Shanghai Land**”, an indirect non-wholly-owned subsidiary of the Group) as of the date of this announcement. The Target’s business scope includes corporate management, car park management, exhibition and display services, property management, and leasing of non-residential real estate.

Pursuant to the laws and regulations of the PRC governing the disposal of state-controlled assets, the Potential Disposal, if materialised, will be required to undergo the process of public tender through a qualified equity exchange institution as OCT Shanghai Land is a state-controlled enterprise. A preliminary disclosure of the information relating to the Potential Disposal (the “**Pre-Listing Disclosure**”) has been published on the website of the China Beijing Equity Exchange (“**CBEX**”) (www.cbex.com.cn) pursuant to the relevant regulatory requirements in the PRC.

To commence the formal process of the public tender, after the Pre-Listing Disclosure, an application will be submitted to CBEX to release information on the transfer of assets (including without limitation, information of the Target, base price of the tender, principal terms of the transaction, and the qualifications of the bidders). If the Group decides to proceed with the Potential Disposal, OCT Shanghai Land will submit the application after, among other things, the Company having obtained necessary approval by the shareholders of the Company. As at the date of this announcement, the Group is not under any legally-binding obligation to proceed with the Potential Disposal, and there is no assurance that any definitive transaction will materialise.

The Company is of the view that the Potential Disposal, if materialised, may revitalize the Group’s stock assets, accelerate turnover of the Group’s capital, and provide funds to the Group.

If materialised, the Potential Disposal may constitute a very substantial disposal of the Company under Chapter 14 of the Listing Rules. Further announcement(s) will be made by the Company as and when appropriate or required by the Listing Rules and/or Part XIVA of the SFO.

**The Company wishes to emphasise that the Potential Disposal is only at the Pre-Listing Disclosure stage. The Company may or may not proceed with the Potential Disposal, and even if the Company decides to do so, the Potential Disposal may or may not proceed to completion for various reasons. Shareholders and potential investors of the Company are advised to exercise caution in dealing in the securities of the Company.**

By the order of the Board  
**Overseas Chinese Town (Asia) Holdings Limited**  
**Zhang Dafan**  
*Chairman*

Hong Kong, 30 September 2022

*As at the date of this announcement, the board (“**Board**”) of directors (the “**Directors**”) of the Company comprises seven Directors, namely: Mr. Zhang Dafan, Ms. Xie Mei and Mr. Lin Kaihua as executive Directors; Mr. Wang Wenjin as non-executive Director; and Ms. Wong Wai Ling, Mr. Lam Sing Kwong Simon and Mr. Chu Wing Yiu as independent non-executive Directors.*

*Certain Chinese names of institutions, natural persons or other entities or words have been translated into English and included in this announcement as unofficial translations for reference only. In the event of any inconsistency, the Chinese names shall prevail.*