

*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.*



## **Planetree International Development Limited**

**梧桐國際發展有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 613)**

### **SUPPLEMENTAL ANNOUNCEMENT FOR DISCLOSEABLE TRANSACTION IN RELATION TO GRANT OF LOAN FACILITY TO AN ENTITY**

Reference is made to the announcement of the Company dated 26 September 2022 (the “**Announcement**”) in relation to a discloseable transaction relating to the Loan Facility. Terms used herein shall have the same meanings as defined in the Announcement unless otherwise stated.

In addition to the information disclosed in the Announcement, the Board would like to provide supplemental information in relation to the Loan Facility.

#### **ULTIMATE BENEFICIAL OWNERS OF THE BORROWER**

The ultimate beneficial owners of the Borrower are:

- i. Imagination Holding Limited<sup>(Note)</sup>, a company incorporated in Marshall Islands with limited liability, indirectly holds 40.44% of the Borrower;
- ii. Arta TechFin Corporation Limited (“**Arta**”), a company incorporated in Cayman Islands with limited liability whose shares are listed on the main board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) with stock code: 279, indirectly holds 18.96% of the Borrower;
- iii. Touyun Biotech Group Limited (“**Touyun**”) (formerly called China Touyun Tech Group Limited), a company incorporated in Bermuda with limited liability whose shares are listed on the main board of the Stock Exchange with stock code: 1332, indirectly holds 16.23% of the Borrower;

- iv. Carnival Group International Holdings Limited (“**Carnival**”), a company incorporated in Bermuda with limited liability whose shares are listed on the main board of the Stock Exchange with stock code: 996, indirectly holds 10.27% of the Borrower; and
- v. three other shareholders, which are:
  - (1) Mr. Au-Yeung Kai Wah, an individual holder who indirectly holds 9.99% of the Borrower;
  - (2) China Smarter Energy Group Holdings Limited (“**China Smarter Energy**”), a company incorporated in Bermuda with limited liability whose shares listed on the main board of the Stock Exchange with stock code: 1004, indirectly holds 2.38% of the Borrower; and
  - (3) National Investments Fund Limited (“**National Investments**”), a company incorporated in the Cayman Islands with limited liability whose shares formerly listed on the main board of the Stock Exchange with stock code: 1227 (delisted), indirectly holds 1.73% of the Borrower.

*Note:*

The ultimate beneficial owners of Imagination Holding Limited are: -

- (1) FreeOpt Holdings Limited, a company incorporated in Marshall Islands with limited liability, holds 40.56%, which is the parent company of the Borrower, where Imagination Holding Limited indirectly holds 40.44% of the FreeOpt Holdings Limited;
- (2) Arta, indirectly holds 19.02%;
- (3) Touyun, indirectly holds 16.28%;
- (4) Carnival, indirectly holds 10.30%;
- (5) Mr. Au-Yeung Kai Wah, an individual holder who indirectly holds 9.72%;
- (6) China Smarter Energy, indirectly holds 2.38%; and
- (7) National Investments, indirectly holds 1.74%.

The Borrower was procured through business referrals from the Company’s senior management. We understand from the Borrower that the Loan Facility will be used as general working capital.

## **LOAN TO THE BORROWER IN THE PAST TWELVE MONTHS**

On 15 December 2021, a loan of the amount of HK\$20,000,000 was granted to the Borrower at an interest rate of 7% per annum for five months. On 16 May 2022, the Borrower requested for an extension of six months with partial repayment of principal (HK\$2,000,000 with interest) at an interest rate of 5% per annum. The loan was subsequently fully settled.

## **CREDIT RISK ASSESSMENT**

The Company has put in place clear credit policies, guidelines and control procedures in respect of its money lending business, details of which are summarised below:

### **Loan application**

Upon receipt of loan application from potential borrower, a series of know-your-client (“**KYC**”) procedures are performed by our credit control team. The KYC procedures include interviewing the applicant to understand its financial needs and repayment abilities, inspecting supporting documents to verify its information submitted, performing background research and on-site visit. The credit control team summarises the results of the KYC procedures and reports to the management of the money lending department for recommendations of approval.

The audited financial statements for the year ended 31 December 2021 of the Borrower had been reviewed, and the director of the Borrower had been interviewed by our credit control team, both of which showed satisfactory results.

Loan approval

With reference to the application information and the KYC results, the credit control team makes recommendations to the management of the money lending department in terms of approvability, credit limit, interest rate and length of loan period. Factors that will be taken into consideration include:

- 1) the financial strength of the applicant, namely, their assets, liabilities and annual income;
- 2) the past repayment records of the applicant;
- 3) prevalent market interest rates; and
- 4) the availability of guarantee or provision of collateral.

For the Borrower, the credit control team was satisfied with the KYC and the credit assessment results and the loan was eventually approved.

Given that: (a) the findings from the credit assessment that the Borrower, with certain listed companies as its shareholders, is of sound financial standing; (b) the Borrower and the Lender have prior lending relationship since December 2021; (c) the Borrower has proven track record in making timely loan repayment; and (d) the current prime rate in Hong Kong is 5.125% and thus the interest rate of 6% per annum is reasonable, the Board considers that the terms of the Loan Facility were entered into on normal commercial terms which are fair and reasonable and in the interests of the Company and its Shareholders as a whole.

By order of the Board  
**Planetree International Development Limited**  
**Cheung Ting Kee**  
*Acting Chairman and Executive Director*

Hong Kong, 10 October 2022

*As at the date of this announcement, the Board comprises the following directors:*

*Executive Directors:*

Mr. Cheung Ting Kee  
*(Acting Chairman)*  
Ms. Cheung Ka Yee  
Mr. Lam Hiu Lo

*Independent Non-executive Directors:*

Mr. Chan Sze Hung  
Mr. Chung Kwok Pan  
Ms. Liu Yan  
Mr. Ma Ka Ki  
Mr. Zhang Shuang