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TESSON HOLDINGS LIMITED

天臣控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 1201)

DELAY IN DESPATCH OF CIRCULAR

References are made to the announcements (the “**Announcements**”) of Tesson Holdings Limited (the “**Company**”) dated 10 October 2022 and 11 October 2022 in relation to the Capital Increase and deemed disposal of the equity interest in the Target Group (the “**Deemed Disposal**”). Terms defined in the Announcements shall have the same meanings when used herein unless the context requires otherwise.

The Deemed Disposal constitutes a very substantial disposal transaction for the Company under Chapter 14 of the Listing Rules. Pursuant to Rule 14.41(a) of the Listing Rules, the Company is required to despatch the circular (“**Circular**”) in respect of the Deemed Disposal within 15 business days after the publication of the announcement of the Company dated 10 October 2022. As disclosed in the Announcements, a circular containing, among other things, (i) details of the Capital Increase, the Capital Increase Agreement and the relevant transactions contemplated thereunder; (ii) a letter from the Independent Board Committee; (iii) a letter from the independent financial adviser to advise the Independent Board Committee and the independent Shareholders on the terms of the Capital Increase Agreement; and (iv) a notice of the SGM, is expected to be despatched to the Shareholders on or before 31 October 2022.

As additional time is required to prepare and finalise certain information including certain financial information to be contained in the Circular, the Company has applied to the Stock Exchange for a waiver from strict compliance with Rule 14.41(a) of the Listing Rules in order to postpone the despatch of the Circular to a date falling on or before 30 November 2022. Further announcement will be made once the Company obtains approval of the waiver from the Stock Exchange.

By Order of the Board
Tesson Holdings Limited
Tin Kong
Chairman

Hong Kong, 31 October 2022

As at the date of this announcement, the Board comprises Mr. Tin Kong, Mr. Chan Wei, Ms. Cheng Hung Mui and Ms. Liu Liu as executive Directors; and Dr. Ng Ka Wing, Mr. See Tak Wah and Mr. Wang Jinlin, as independent non-executive Directors.