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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

UPDATE ANNOUNCEMENT IN RELATION TO THE BONDS RESTRUCTURING DEED

This announcement is made by Tempus Holdings Limited (the “**Company**” together with its subsidiaries, the “**Group**”) 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**”).

Reference is made to the Company’s announcement dated 27 August 2021 in relation to the entering into a bond restructuring deed (the “**Announcement**”), the 2021 annual report and the 2022 interim report of the Company. Unless the context otherwise requires, the terms used herein shall have the same meanings as those defined in the Announcement.

Pursuant to the settlement schedule of the Deed, the first instalment of the Part II Cash Settlement Amount of HK\$35,294,000 (the “**Relevant Sum**”) is repayable on or before 3 February 2023. The Company failed to pay the Relevant Sum to the CBs Holder in accordance with the Deed on 3 February 2023 and an event of default (the “**Default**”) had occurred pursuant to the terms and conditions of the Bonds.

The Company, on 6 February 2023 received notices of repayment from the CBs Holder. According to the notices, the CBs Holder exercised its option to redeem the Bonds and required the Company to repay the event of default redemption amount of HK\$202,602,837 (which was calculated up to the date of the notices by adding up (i) the principal amount of the outstanding Bonds to be redeemed of HK\$70,588,476; (ii) interest (including default interest) accrued and unpaid of HK\$64,079,945; and (iii) an additional amount of HK\$67,934,416 so that the CBs Holder will achieve IRR of 18% per annum on the principal amount outstanding under the Bonds) on 6 February 2023 in accordance with the terms and conditions of the Bonds.

The Company has been proactively negotiating and discussing with the CBs Holder regarding the possible settlement arrangements to reach a mutually feasible solution regarding the Default. As at the date of this announcement, saved for the notices of repayment, no further action has been taken by the CBs Holder against the Company in respect of the Default.

The Company will disclose further developments on the above matters by way of further announcement(s) in a timely manner in accordance with the Listing Rules and SFO.

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 February 2023

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.