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天安中國投資有限公司

TIAN AN CHINA INVESTMENTS COMPANY LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 28)

ANNOUNCEMENT PURSUANT TO RULE 14.36 OF THE LISTING RULES

References are made to the 2020 Announcement in relation to the Join View Loan and the announcement of Tian An China Investments Company Limited (the “**Company**”) dated 23rd June, 2023 (the “**2023 Announcement**”) in relation to the new securities obtained for the Join View Loan. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the 2023 Announcement.

RELEASE OF CERTAIN SECURITIES FOR THE JOIN VIEW LOAN

On 5th July, 2023, Join View executed the relevant deeds of release for the full discharge and/or release of the respective security interests constituted under the Third Mortgage (Boost), the Third Debenture (Boost) and the Third Share Mortgage (Boost) (the “**Release**”).

Following the Release, the existing securities of the Join View Loan comprise (i) the Debenture; (ii) the Guarantee; (iii) a personal guarantee by Mr. SC Wong; and (iv) the Second Share Mortgage (Claude).

REASONS FOR AND BENEFITS OF THE RELEASE

Reference is made to a mortgagee sale of the entire issued shares of Boost by the first mortgagees pursuant to a sale and purchase agreement dated 27th February, 2023 (the “**SPA**”), details of which were disclosed in a joint announcement dated 27th February, 2023 published by, among others, the Company. It is agreed by the parties to the SPA that at completion of the transactions contemplated thereunder, all existing encumbrances over the entire issued shares of Boost and its assets shall be discharged or released, which include the Third Mortgage (Boost), the Third Debenture (Boost) and the Third Share Mortgage (Boost).

Having considered the recent new securities obtained for the Join View Loan offer extra safeguards to the Group, as well as the further assurances provided by the Undertaking Parties to the Group in the Letter of Agreements, the Directors are of the view that the existing securities of the Join View Loan after the Release offer a reasonable protection to the Group under the Join View Loan, and accordingly, consider the Release is fair and reasonable, and in the interests of the Company and its shareholders as a whole.

LISTING RULES IMPLICATIONS

This announcement is made by the Company pursuant to Rule 14.36 of the Listing Rules, as the Release constitutes a variation to the terms of the transaction previously announced under the 2020 Announcement and the 2023 Announcement.

On behalf of the Board
Tian An China Investments Company Limited
Tao Tsan Sang
Executive Director

Hong Kong, 5th July, 2023

As at the date of this announcement, the Board comprises Mr. Song Zengbin (Deputy Chairman), Mr. Patrick Lee Seng Wei (Managing Director), Mr. Edwin Lo King Yau and Mr. Tao Tsan Sang being the Executive Directors; Mr. Lee Seng Hui (Chairman) and Dr. Moses Cheng Mo Chi being the Non-Executive Directors; and Mr. Francis J. Chang Chu Fai, Mr. Jiang Guofang, Mr. Jin Hui Zhi, Mr. Ngai Wah Sang and Ms. Lisa Yang Lai Sum being the Independent Non-Executive Directors.