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東方企控集團有限公司

ORIENTAL ENTERPRISE HOLDINGS LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 18)

DISCLOSEABLE TRANSACTION

SECOND SUPPLEMENTAL AGREEMENT IN RELATION TO EXTENSION OF LOAN

Reference is made to the announcements of the Company dated 6 July 2021 and 6 July 2022 where it was announced that OFA, a wholly-owned subsidiary of the Company, entered into (i) the Loan Agreement with the Customer, pursuant to which OFA granted a loan in the principal amount of HK\$194 million to the Customer for a term of 12 months and (ii) the First Supplemental Agreement to extend the repayment date of the Loan to 7 July 2023. The Board wishes to announce that on 6 July 2023 (after trading hours), OFA entered into the Second Supplemental Agreement with the Customer to further extend the repayment date of the Loan to 7 July 2024.

As some of the applicable percentage ratios under Rule 14.07 of the Listing Rules in respect of the Loan (as extended by the Second Supplemental Agreement) exceed 5% but all are less than 25%, the Extension constitutes a discloseable transaction for the Company under Chapter 14 of the Listing Rules and is subject to the reporting and announcement requirements under the Listing Rules.

INTRODUCTION

Reference is made to the announcements of the Company dated 6 July 2021 and 6 July 2022 where it was announced that OFA, a wholly-owned subsidiary of the Company, entered into (i) the Loan Agreement with the Customer, pursuant to which OFA granted a loan in the principal amount of HK\$194 million to the Customer for a term of 12 months and (ii) the First Supplemental Agreement to extend the repayment date of the Loan to 7 July 2023.

The Board wishes to announce that on 6 July 2023 (after trading hours), OFA entered into the Second Supplemental Agreement with the Customer to further extend the repayment date of the Loan to 7 July 2024.

TERMS OF THE LOAN

The principal terms of the Loan Agreement (as amended and supplemented by the First Supplemental Agreement and the Second Supplemental Agreement) are set out below:

Date of the Loan Agreement: 6 July 2021

Date of the First Supplemental Agreement: 6 July 2022

Date of the Second Supplemental Agreement:	6 July 2023
Lender:	OFA
Borrower:	Customer
Principal:	HK\$194 million
Interest rate:	0.96% per month (i.e. 11.52% per annum)
Maturity date of the Loan:	7 July 2024
Repayment:	Customer shall repay the outstanding principal amount of the Loan on the maturity date of the Loan
Early repayment:	Customer shall have an option to make early repayment of the Loan subject to the Customer giving OFA not less than 1 month's advance notice in writing
Security:	An all-money first legal charge in favour of OFA in respect of 2 residential apartments and 2 car parking spaces located in Mid-Levels, Hong Kong owned by the Mortgagor

As at the date of the Second Supplemental Agreement, the principal amount of the Loan in the sum of HK\$130 million remains outstanding.

FUNDING OF THE LOAN

The Loan was financed by the Group's internal resources.

INFORMATION OF THE CUSTOMER AND OTHER SECURITY PARTIES

The Customer is a businessman based in Hong Kong, principally engaged in the business of manufacture and sale of packaging boxes and materials. The Mortgagor is a company wholly owned by the Customer, which is principally engaged in the business of property holding. To the best of the knowledge, information and belief of the Directors having made all reasonable enquiry, the Customer and the Mortgagor are Independent Third Parties.

INFORMATION OF THE GROUP AND THE LENDER

The Company is an investment holding company and is the holding company of the Group. The Group is principally engaged in publication of newspapers and money lending business. OFA is a wholly-owned subsidiary of the Company and is a licensed money lender, principally engaged in the business of money lending in Hong Kong.

REASONS FOR AND BENEFITS OF ENTERING INTO THE SECOND SUPPLEMENTAL AGREEMENT

OFA is a licensed money lender. The grant of the Loan to the Customer pursuant to the Loan Agreement is in the ordinary course of business of OFA and can generate a stable revenue and cash flow stream to the Group from interest income. Given that the terms of the Second Supplemental Agreement were negotiated on an arm's length basis between OFA and the Customer with reference

to OFA's credit policy and the prevailing market rate, and taken into account the repayment track record of the Customer, the Directors are of the view that the Extension and the entering into the Second Supplemental Agreement are fair and reasonable and in the interest of the Company and its shareholders as a whole.

LISTING RULES IMPLICATIONS

As some of the applicable percentage ratios under Rule 14.07 of the Listing Rules in respect of the Loan (as further extended by the Second Supplemental Agreement) exceed 5% but all are less than 25%, the Extension constitutes a discloseable transaction for the Company under Chapter 14 of the Listing Rules and is subject to the reporting and announcement requirements under the Listing Rules.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions shall have the following meanings when used herein:

“Board”	the board of Directors
“Company”	Oriental Enterprise Holdings Limited, a company incorporated in Hong Kong with limited liability which shares are listed on the main board of the Stock Exchange
“connected person”	has the meaning ascribed thereto under the Listing Rules
“Customer”	Ms. To Yuen Fang Louise, being the borrower under the Loan Agreement and an Independent Third Party
“Director(s)”	the director(s) of the Company
“Extension”	the extension of the maturity date of the Loan from 7 July 2023 to 7 July 2024
“First Supplemental Agreement”	the supplemental loan agreement dated 6 July 2022 entered into between OFA and the Customer extending the maturity date of the Loan from 7 July 2022 to 7 July 2023
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the People's Republic of China
“Independent Third Party”	third party that is independent of the Company and connected persons of the Company
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange

“Loan”	the secured loan with a principal amount of HK\$194 million granted by OFA to the Customer pursuant to the Loan Agreement (as supplemented by the First Supplemental Agreement and the Second Supplemental Agreement)
“Loan Agreement”	the loan agreement dated 6 July 2021 entered into between OFA and the Customer in respect of the Loan (as supplemented by the First Supplemental Agreement and the Second Supplemental Agreement)
“Mortgagor”	Eminent Gain Limited, a company incorporated in Hong Kong with limited liability and wholly owned by the Customer and the owner of the properties which were charged in favour of OFA as security for the Loan
“OFA”	Oriental FA Limited, a company incorporated in Hong Kong with limited liability with money lenders licence registered under the Money Lenders Ordinance (Chapter 163 of the Laws of Hong Kong), which is a wholly-owned subsidiary of the Company
“Second Supplemental Agreement”	the second supplemental loan agreement dated 6 July 2023 entered into between OFA and the Customer in respect of the Extension
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

By order of the Board
Oriental Enterprise Holdings Limited
Ching-fat MA
Chairman

Hong Kong, 6 July 2023

As at the date hereof, the Board comprises seven Directors, of which three are executive Directors, namely Mr. Ching-fat MA (Chairman), Mr. King-ho MA (Vice Chairman) and Mr. Shun-chuen LAM (Chief Executive Officer), one non-executive Director, namely Mr. Dominic LAI and three independent non-executive Directors, namely Mr. Yau-nam CHAM, Mr. Ping-wing PAO and Mr. Yat-fai LAM.