

*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.*



## **TESSON HOLDINGS LIMITED**

**天臣控股有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 1201)**

### **FURTHER DELAY IN DESPATCH OF CIRCULAR AND REVISED TIMETABLE IN RELATION TO (1) PROPOSED INCREASE IN AUTHORISED SHARE CAPITAL; AND (2) PROPOSED RIGHTS ISSUE ON THE BASIS OF THREE (3) RIGHTS SHARES FOR EVERY FOUR (4) SHARES HELD ON THE RECORD DATE ON A NON-UNDERWRITTEN BASIS**

Reference is made to the announcement of Tesson Holdings Limited (the “**Company**” and, together with its subsidiaries, the “**Group**”) dated 7 June 2023 in relation to, among others, the proposed increase in authorised share capital and proposed rights issue on the basis of three (3) rights shares for every four (4) shares held on the record date on a non-underwritten basis (the “**Announcement**”) and the announcement of the Company dated 29 June 2023 in relation to the despatch of the Circular (the “**Delay Announcement**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement and the Delay Announcement.

#### **FURTHER DELAY IN DESPATCH OF CIRCULAR**

As disclosed in the Delay Announcement, the Circular containing, among other things, (i) details of the Increase in Authorised Share Capital; (ii) further information regarding the Rights Issue and the transactions contemplated thereunder; (iii) a letter of recommendation from the Independent Board Committee to the Independent Shareholders in respect of the Rights Issue; (iv) a letter of advice from the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders in respect of the Rights Issue; (v) other information required under the Listing Rules; and (vi) the notice of the SGM is expected to be despatched to the Shareholders on or before Thursday, 13 July 2023.

As additional time is required for the Company to prepare and finalise the information to be contained in the Circular, the despatch of the Circular is expected to be postponed to a date on or before Thursday, 20 July 2023.

## REVISED EXPECTED TIMETABLE

In view of the further delay in the despatch of the Circular, the expected timetable of the proposed Increase in Authorised Share Capital and the Rights Issue is revised as follows:

<b>Events</b>	<b>Hong Kong Date and Time 2023</b>
Despatch date of the Circular, proxy form and the notice of the SGM . . . . .	Thursday, 20 July
Latest time for lodging transfer of Shares to qualify for attendance and voting at the SGM . . . . .	4:30 p.m. on Thursday, 3 August
Closure of register of members of the Company (both days inclusive) . . . . .	Friday, 4 August to Monday, 14 August
Latest time for lodging proxy forms for the SGM . . . . .	11:00 a.m. on Saturday, 12 August
Record date for attendance and voting at the SGM . . . . .	Monday, 14 August
Expected time and date of the SGM . . . . .	11:00 a.m. on Monday, 14 August
Announcement of the poll results of the SGM . . . . .	Monday, 14 August
Last day of dealings in Shares on a cum-rights basis . . . . .	Tuesday, 15 August
First day of dealings in Shares on an ex-rights basis . . . . .	Wednesday, 16 August
Latest time for lodging transfers of Shares on the Last Day for Transfer in order to qualify for the Rights Issue . . . . .	4:30 p.m. on Thursday, 17 August
Closure of register of members for determining entitlements under the Rights Issue (both days inclusive) . . . . .	Friday, 18 August to Thursday, 24 August
Record Date for determining entitlements under the Rights Issue . . . . .	Thursday, 24 August
Despatch of the Prospectus Documents (including the PAL, EAF and Prospectus) (in case of the Non-Qualifying Shareholders, the Prospectus only) on the Prospectus Posting Date . . . . .	Friday, 25 August

**Events****Hong Kong Date and Time  
2023**

First day of dealings in nil-paid Rights Shares . . . . .	Tuesday, 29 August
Latest time for splitting of nil-paid Rights Shares . . . . .	4:30 p.m. on Thursday, 31 August
Last day of dealings in nil-paid Rights Shares . . . . .	Tuesday, 5 September
Latest Time for Acceptance of and payment for Rights Shares and application and payment for Excess Rights Shares. . . . .	4:00 p.m. on Friday, 8 September
Announcement of the results of the Rights Issue . . . . .	Friday, 15 September
Despatch of Share certificates for the fully-paid Rights Shares and/or refund cheques on or before . . . . .	Monday, 18 September
Commencement of dealings in fully-paid Rights Shares. . . . .	9:00 a.m. on Tuesday, 19 September

*Notes:*

- (1) Shareholders should note that the dates and deadlines specified in the above timetable, and in other parts of this announcement are indicative only and subject to change. Further announcement(s) will be made if there is any change to the expected timetable.
- (2) All references to dates and times are references to Hong Kong dates and times.

By Order of the Board  
**Tesson Holdings Limited**  
**Tin Kong**  
*Chairman*

Hong Kong, 13 July 2023

*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.*