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中國光大控股有限公司  
**CHINA EVERBRIGHT LIMITED**  
*(Incorporated in Hong Kong with limited liability)*  
**(Stock Code: 165)**

**CONNECTED TRANSACTION**  
**RENEWAL OF TENANCY AGREEMENT**

The Board announces that on 21 November 2023, CEL Management Services, a wholly-owned subsidiary of the Company, as the tenant, entered into the Tenancy Agreement with Newepoch, as the landlord, for the renewal of the existing lease of the Premises.

The Directors (including the independent non-executive Directors) are of the view that the Tenancy Agreement has been entered into on normal commercial terms and in the ordinary and usual course of business of the Group, the terms of the Tenancy Agreement are fair and reasonable and the Tenancy Agreement is in the interests of the Group and the Shareholders as a whole.

Newepoch is a wholly-owned subsidiary of CE Hong Kong. As at the date of this announcement, CE Hong Kong, through its wholly-owned subsidiaries, is interested in approximately 49.74% of the total issued share capital of the Company and is a controlling shareholder of the Company. Accordingly, Newepoch, being an associate of CE Hong Kong, is a connected person of the Company and the entering into of the Tenancy Agreement constitutes a connected transaction of the Company under the Listing Rules.

As one of the applicable percentage ratios set out in Rule 14.07 of the Listing Rules in respect of the estimated value of the right-of-use asset to be recognised by the Group under the Tenancy Agreement is more than 0.1% but all of them are less than 5%, the entering into of the Tenancy Agreement is subject to the reporting and announcement requirements but exempt from the independent Shareholders' approval requirement as set out in Chapter 14A of the Listing Rules.

## **INTRODUCTION**

The Board announces that on 21 November 2023, CEL Management Services, a wholly-owned subsidiary of the Company, as the tenant, entered into the Tenancy Agreement with Newepoch, as the landlord, for the renewal of the tenancy of the Premises.

## **THE TENANCY AGREEMENT**

The principal terms of the Tenancy Agreement are as follows:

Date : 21 November 2023

Parties : (i) CEL Management Services, as the tenant; and  
(ii) Newepoch, as the landlord

Newepoch is a wholly-owned subsidiary of CE Hong Kong. As at the date of this announcement, CE Hong Kong, through its wholly-owned subsidiaries, is interested in approximately 49.74% of the total issued share capital of the Company and is a controlling shareholder of the Company. Accordingly, Newepoch, being an associate of CE Hong Kong, is a connected person of the Company.

Premises : Rooms 4101, 4105 and 4106, 41st Floor of Far East Finance Centre, No. 16 Harcourt Road, Hong Kong, with a total gross floor area of approximately 8,457 sq. ft.

Lease term : 3 years commencing on 22 November 2023 and expiring on 21 November 2026 (both days inclusive)

Rent : The monthly rent is HK\$429,678 (exclusive of rates, management fees, water, electricity and other utility charges in respect of the use of the Premises during the lease term) payable monthly in advance on or before the 1st day of each and every calendar month and will be satisfied by internal resources of the Group.

The monthly rent was determined by the parties on an arm's length basis with reference to the prevailing market rent and the rental valuation report of the Premises conducted by an independent property valuer engaged by CEL Management Services, where the monthly market rent of the Premises was valued at HK\$430,000.

Use : Office

## **REASONS FOR AND BENEFITS OF ENTERING INTO THE TENANCY AGREEMENT**

The Group has been using the Premises as one of its offices in Hong Kong since 2017. Having considered (i) the fact that current principal place of business of the Company is at the same building of the Premises; (ii) the rental under the Tenancy Agreement is comparable to the prevailing market rent of comparable properties in the vicinity of the Premises; and (iii) the relocation costs and associated time and expenses that might be incurred by the Company for relocating to another suitable premises, the Company considers it beneficial to renew the existing lease of the Premises in order to provide the Group with stable and necessary office premises for its business operations.

The terms of the Tenancy Agreement were arrived at after arm's length negotiation between the parties to the Tenancy Agreement. The Directors (including the independent non-executive Directors) are of the view that the Tenancy Agreement has been entered into on normal commercial terms and in the ordinary and usual course of business of the Group, the terms of the Tenancy Agreement are fair and reasonable and the Tenancy Agreement is in the interests of the Group and the Shareholders as a whole.

None of the Directors have a material interest in the Tenancy Agreement. However, in view of good corporate governance practices, Mr. Yu Fachang, being both a non-executive Director and Chairman of the Board of the Company, and also a director of CE Hong Kong, had abstained from voting on the relevant Board resolutions approving the Tenancy Agreement.

## **LISTING RULES IMPLICATIONS**

In accordance with HKFRS 16 “Leases”, the Company will recognize a right-of-use asset on its consolidated statement of financial position in connection with the lease of the Premises under the Tenancy Agreement. Accordingly, the entering into of the Tenancy Agreement is regarded as an acquisition of asset by the Group for the purpose of the Listing Rules. The estimated value of the right-of-use asset to be recognised by the Group under the Tenancy Agreement is approximately HK\$14,482,000.

Newepoch is a wholly-owned subsidiary of CE Hong Kong. As at the date of this announcement, CE Hong Kong, through its wholly-owned subsidiaries, is interested in approximately 49.74% of the total issued share capital of the Company and is a controlling shareholder of the Company. Accordingly, Newepoch, being an associate of CE Hong Kong, is a connected person of the Company and the entering into of the Tenancy Agreement constitutes a connected transaction of the Company under the Listing Rules.

As one of the applicable percentage ratios set out in Rule 14.07 of the Listing Rules in respect of the estimated value of the right-of-use asset to be recognised by the Group under the Tenancy Agreement is more than 0.1% but all of them are less than 5%, the entering into of the Tenancy Agreement is subject to the reporting and announcement requirements but exempt from the independent Shareholders’ approval requirement as set out in Chapter 14A of the Listing Rules.

## **GENERAL**

The Company, through its subsidiaries and associates, is principally engaged in the provision of financial services and persistently pursues the cross-border macro asset management strategy, with specific focuses on fund and investment business.

CEL Management Services is a company incorporated under the laws of Hong Kong with limited liability and is a wholly-owned subsidiary of the Company. CEL Management Services is principally engaged in provision of management services.

Newepoch is a company incorporated under the laws of the British Virgin Islands with limited liability and is principally engaged in property investment. Newepoch is a wholly-owned subsidiary of CE Hong Kong, which is in turn wholly-owned by CE Group.

CE Group is a joint stock company incorporated under the laws of the PRC and an indirect controlling shareholder of the Company. CE Group is a conglomerate which, through its subsidiaries and associates, engages in a diverse range of businesses including banking, securities and asset management. As at the date of this announcement, CE Group is owned as to approximately 63.16% by Central Huijin.

## DEFINITIONS

In this announcement, unless otherwise defined, the following terms shall have the following meanings:

“associate”	has the meaning ascribed to it under the Listing Rules
“Board”	the board of Directors
“CE Group”	中國光大集團股份有限公司 (China Everbright Group Ltd.*), a joint stock company incorporated under the laws of the PRC holding 100% equity interest of CE Hong Kong
“CE Hong Kong”	China Everbright Holdings Company Limited, a company incorporated under the laws of Hong Kong with limited liability and an indirect controlling shareholder of the Company
“CEL Management Services”	CEL Management Services Limited, a company incorporated under the laws of Hong Kong with limited liability and is a wholly-owned subsidiary of the Company
“Central Huijin”	中央匯金投資有限責任公司 (Central Huijin Investment Ltd.*), a company incorporated under the laws of the PRC with limited liability
“Company”	China Everbright Limited (中國光大控股有限公司), a company incorporated under the laws of Hong Kong with limited liability and whose shares are listed on the Stock Exchange
“connected person”	has the meaning ascribed to it under the Listing Rules
“controlling shareholder”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	the director(s) of the Company
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“HKFRS”	Hong Kong Financial Reporting Standards issued by the Hong Kong Institute of Certified Public Accountants
“Hong Kong”	Hong Kong Special Administrative Region of the People’s Republic of China
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited

“Newepoch”	Newepoch Group Limited, a company incorporated under the laws of the British Virgin Islands with limited liability and a wholly-owned subsidiary of CE Hong Kong
“PRC”	the People’s Republic of China
“Premises”	Rooms 4101, 4105 and 4106, 41st Floor of Far East Finance Centre, No. 16 Harcourt Road, Hong Kong, with a total gross floor area of approximately 8,457 sq. ft.
“Shareholders”	shareholders of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Tenancy Agreement”	the tenancy agreement dated 21 November 2023 entered into between Newepoch and CEL Management Services, pursuant to which Newepoch has agreed to lease the Premises to CEL Management Services for a term of 3 years commencing on 22 November 2023 and expiring on 21 November 2026 (both days inclusive)
“%”	per cent

By order of the Board  
**China Everbright Limited**  
**Wan Kim Ying Kasina**  
*Company Secretary*

Hong Kong, 21 November 2023

As at the date of this announcement, the directors of the Company are:

**Executive Directors:**

Mr. Zhang Mingao (*President*)  
Ms. Wang Yun  
Mr. Yin Yanwu

**Non-executive Directors:**

Mr. Yu Fachang (*Chairman*)  
Ms. Pan Wenjie  
Mr. Fang Bin

**Independent Non-executive Directors:**

Dr. Lin Zhijun  
Dr. Chung Shui Ming Timpson  
Mr. Law Cheuk Kin Stephen

*\* For identification purposes only*