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CHINA HUIRONG FINANCIAL HOLDINGS LIMITED

中國匯融金融控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1290)

DISCLOSEABLE TRANSACTION

ACQUISITION AND DISPOSAL OF ZHONGZHU SQUARE

INTRODUCTION

The Board is pleased to announce that on 16 January 2024, (1) Huifang Supply Chain, a wholly-owned subsidiary of the Company, and Jiangsu Anbo entered into the Pre-Acquisition Agreement; and (2) Qingdao Wanchen, a wholly-owned subsidiary of the Company, and Jiangsu Anbo entered into the Consultation Services Agreement.

THE ACQUISITION

Huifang Supply Chain and Jiangsu Anbo established (1) Huifang Zhongde, which is owned as to 95% by Huifang Supply Chain and 5% by Jiangsu Anbo, respectively; and (2) the Purchaser, which is wholly-owned by Huifang Zhongde, for the purpose of the Acquisition of Zhongzhu Square in the Auction.

Pursuant to the Pre-Acquisition Agreement, the Purchaser shall participate in the Auction with a view of acquiring Zhongzhu Square from the Suzhou Wuzhong People's Court. On 16 January 2024, the Purchaser successfully won the Auction at the Acquisition Consideration in the amount of RMB88.4 million. Upon completion of the Acquisition, the Purchaser shall be the registered owner of Zhongzhu Square.

Pursuant to the Consultation Services Agreement, Qingdao Wanchen shall provide to Jiangsu Anbo consultation services in respect of the Acquisition at the Consultation Fee in the amount of RMB710,000.

THE DISPOSAL

Pursuant to the Pre-Acquisition Agreement and within the specified time stipulated therein, Jiangsu Anbo shall effect the Disposal at the Disposal Consideration, such that Jiangsu Anbo shall acquire the 95% equity interest in Huifang Zhongde held by Huifang Supply Chain.

Upon completion of the Disposal, the Group will no longer have any interest in Huifang Zhongde and the Purchaser, and each of Huifang Zhongde and the Purchaser will cease to be accounted as a subsidiary of the Group.

LISTING RULES IMPLICATIONS

As one or more of the applicable percentage ratios calculated in accordance with Chapter 14 of the Listing Rules in respect of each of the Acquisition and the Disposal is/are more than 5% but less than 25%, each of the Acquisition and the Disposal constitutes a discloseable transaction for the Company and is subject to the notification and announcement requirements under the Listing Rules.

INTRODUCTION

The Board is pleased to announce that on 16 January 2024, (1) Huifang Supply Chain, a wholly-owned subsidiary of the Company, and Jiangsu Anbo entered into the Pre-Acquisition Agreement; and (2) Qingdao Wanchen, a wholly-owned subsidiary of the Company, and Jiangsu Anbo entered into the Consultation Services Agreement, pursuant to which, the parties agree that:

- (1) Huifang Supply Chain and Jiangsu Anbo shall establish Huifang Zhongde and the Purchaser for the purpose of the Acquisition of Zhongzhu Square in the Auction, with equity interest in each of these two companies being held as follows:
 - (a) Huifang Zhongde, with a registered capital of RMB20 million, shall be owned as to 95% by Huifang Supply Chain and 5% by Jiangsu Anbo, respectively; and
 - (b) the Purchaser, with a registered capital of RMB20 million, shall be wholly-owned by Huifang Zhongde;
- (2) the Purchaser shall participate in the Auction with a view of acquiring Zhongzhu Square from the Suzhou Wuzhong People's Court;
- (3) within the specified time as stipulated in the Pre-Acquisition Agreement, Jiangsu Anbo shall effect the Disposal at the Disposal Consideration; and
- (4) Jiangsu Anbo shall pay Qingdao Wanchen the Consultation Fee in the amount of RMB710,000 for the provision of consultation services by Qingdao Wanchen to Jiangsu Anbo in respect of the Acquisition.

THE PRE-ACQUISITION AGREEMENT

The Pre-Acquisition Agreement was entered into between Huifang Supply Chain, a wholly-owned subsidiary of the Company, and Jiangsu Anbo to govern their relationship in relation to the conduct of the Acquisition and the Disposal.

The principal terms of the Pre-Acquisition Agreement are set out below:

Date: 16 January 2024

Parties: (1) Huifang Supply Chain; and

(2) Jiangsu Anbo

Establishment of special purpose vehicles for the Acquisition:

Huifang Supply Chain and Jiangsu Anbo shall establish Huifang Zhongde and the Purchaser for the purpose of the Acquisition of Zhongzhu Square in the Auction, with equity interest in each of these two companies being held as follows:

(1) Huifang Zhongde, with a registered capital of RMB20 million, shall be owned as to 95% by Huifang Supply Chain and 5% by Jiangsu Anbo, respectively; and

(2) the Purchaser, with a registered capital of RMB20 million, shall be wholly-owned by Huifang Zhongde.

The Acquisition:**The Acquisition:**

The Purchaser shall participate in the Auction with a view of acquiring Zhongzhu Square from the Suzhou Wuzhong People's Court.

Upon completion of the Acquisition, the Purchaser shall be the registered owner of Zhongzhu Square and Huifang Supply Chain shall control and operate Huifang Zhongde and the Purchaser.

The Maximum Agreed Acquisition Consideration:

The Maximum Agreed Acquisition Consideration shall be RMB88.4 million, being the maximum amount that Jiangsu Anbo is willing to pay for the Acquisition under the Pre-Acquisition Agreement.

In the event that the auction price shall exceed RMB88.4 million during the Auction, the Purchaser shall not continue with its bidding unless Jiangsu Anbo has given clear instructions to increase the Maximum Agreed Acquisition Consideration by providing the following to Huifang Supply Chain:

- (1) a written letter stating its intention to increase the Maximum Agreed Acquisition Consideration; and
- (2) the Excess Amount, which shall form part of the Disposal Consideration (as shown in "The Disposal and the Disposal Consideration" below).

Cooperation Deposit:

Jiangsu Anbo shall pay Huifang Supply Chain the Cooperation Deposit in the amount of RMB17.68 million prior to the entering into of the Pre-Acquisition Agreement, which shall form part of the Disposal Consideration (as shown in "The Disposal and the Disposal Consideration" below).

In the event that the Purchaser fails to successfully win the Auction, Huifang Supply Chain shall return the Cooperation Deposit in the amount of RMB17.68 million and the Excess Amount (if any) paid without interest to Jiangsu Anbo within five (5) working days, and the Pre-Acquisition Agreement shall be terminated.

**The Disposal and the
Disposal Consideration:**

The Disposal:

Jiangsu Anbo shall conduct the following matters to effect the Disposal (i.e. the acquisition of the 95% equity interest in Huifang Zhongde held by Huifang Supply Chain):

- (1) pay the Disposal Consideration in full in accordance with the timing as stipulated in the Pre-Acquisition Agreement, which shall not be affected by market changes or changes to Zhongzhu Square; and
- (2) serve one months' written notice to Huifang Supply Chain prior to effecting the Disposal.

The Disposal Consideration:

The Disposal Consideration shall be the sum of the Acquisition Consideration and the Management Fee, to be paid in accordance with the following schedule:

- (1) the Disposal Consideration 1st Instalment to be paid prior to or during the Auction:
 - (a) the Cooperation Deposit in the amount of RMB17.68 million prior to the entering into of the Pre-Acquisition Agreement; and
 - (b) the Excess Amount during the Auction as may be necessary (if any);
- (2) the Disposal Consideration 2nd Instalment on or before 28 February 2025:
 - (a) the Management Fee in the amount of RMB8.27 million (or RMB12.41 million should Huifang Supply Chain grant a grace period for the payment of the Disposal Consideration 2nd Instalment of up to six months upon a written application by Jiangsu Anbo); and
 - (b) the remaining amount of the Acquisition Consideration paid by Huifang Supply Chain to the Suzhou Wuzhong People's Court that is not covered by the Disposal Consideration 1st Instalment.

Management of Zhongzhu Square prior to the Disposal:

During the period between the Acquisition and the Disposal, the parties shall enjoy certain rights and obligations as set out in the Pre-Acquisition Agreement, including but not limited to, the following matters:

- (1) Jiangsu Anbo shall have the right to manage Zhongzhu Square, subject to certain conditions as stated in the Pre-Acquisition Agreement;
- (2) the Purchaser shall be the landlord and shall enter into tenancy agreements with all tenants in Zhongzhu Square. At the same time, Jiangsu Anbo shall manage Zhongzhu Square with a view of fully utilizing the property by actively searching for tenants and ensuring that the monthly rental income from leasing of the properties within Zhongzhu Square shall not be less than RMB400,000. Any shortfall in the guaranteed amount of rental income shall be made up by Jiangsu Anbo to the Purchaser;
- (3) Huifang Supply Chain, Huifang Zhongde and the Purchaser shall have the right to apply for loan(s) from commercial bank(s) with Zhongzhu Square as collateral, such amount of loan shall be repaid before the Disposal;
- (4) the rental income from Zhongzhu Square shall be provided to the Purchaser for the following purposes:
 - (a) for the repayment of interest and related expenses of the loan(s) as mentioned in paragraph (3) above;
 - (b) for the payment of operating expenses of the Purchaser and Zhongzhu Square; and
 - (c) any amounts remaining after (a) and (b) above shall be retained by the Purchaser and handed over to Jiangsu Anbo upon completion of the Disposal;
- (5) the company seals and certificates of Huifang Zhongde and the Purchaser shall be controlled by Huifang Supply Chain, which shall provide the necessary cooperation to Jiangsu Anbo in the event that such seals and certificates are to be used in the course of Jiangsu Anbo's management of Zhongzhu Square.

If the Disposal fails to materialize, Huifang Supply Chain shall have the following rights:

- (1) the right to dispose of the equity interest in Huifang Zhongde and/or the Purchaser at its discretion; and
- (2) the right to manage Zhongzhu Square.

Termination upon breach: Breach by Jiangsu Anbo:

Should Jiangsu Anbo fail to pay any portion of the Disposal Consideration in full and on time in accordance with the Pre-Acquisition Agreement for more than five (5) working days, Huifang Supply Chain may:

- (1) terminate the Pre-Acquisition Agreement, upon which:
 - (a) Jiangsu Anbo shall not have the right to request Huifang Supply Chain to effect the Disposal;
 - (b) Huifang Supply Chain shall be entitled to all the interest currently held by it in each of Huifang Zhongde, the Purchaser and Zhongzhu Square, respectively; and
 - (c) Huifang Supply Chain shall have the right to:
 - (i) confiscate the Cooperation Deposit paid by Jiangsu Anbo;
 - (ii) require Jiangsu Anbo to pay a liquidated damages in an amount equivalent to 20% of the Acquisition Consideration; and
 - (iii) require such amount from Jiangsu Anbo to cover the shortfall of the losses incurred by it that are not covered by the amounts in (i) and (ii).
- (2) require that Jiangsu Anbo shall perform its obligations under the Pre-Acquisition Agreement and upon which Jiangsu Anbo shall compensate Huifang Supply Chain for all its losses; and

- (3) dispose of Huifang Zhongde, the Purchaser or Zhongzhu Square, upon which:
 - (a) the amount realized by Huifang Supply Chain through the disposal of Huifang Zhongde, the Purchaser or Zhongzhu Square shall be used to offset any losses incurred by Huifang Supply Chain; and
 - (b) Huifang Supply Chain shall have the right to require such amount from Jiangsu Anbo to cover the shortfall of the losses incurred by it that are not covered by the amount in (a).

Breach by Huifang Supply Chain:

If Jiangsu Anbo has performed all its obligations but Huifang Supply Chain fails to effect the Disposal in accordance with the Pre-Acquisition Agreement, Huifang Supply Chain shall be responsible for the losses incurred by Jiangsu Anbo.

Upon termination of the Pre-Acquisition Agreement, there will be no further equity and debt capital commitment towards Huifang Zhongde on the part of Huifang Supply Chain nor Jiangsu Anbo, respectively.

Basis of the Acquisition Consideration

The Acquisition Consideration in the amount of RMB88.4 million (i.e. the final bid price for Zhongzhu Square in the Auction submitted by the Purchaser) is dependent on the following factors:

- (1) the bid prices submitted by competitors at the Auction;
- (2) the valuation of Zhongzhu Square in the amount of RMB126.29 million as at 18 June 2023 as appraised by an independent property valuer appointed by the court; and
- (3) the future value of Zhongzhu Square as projected by the Purchaser.

Based on the above, the Directors (including the independent non-executive Directors) are of the view that the Acquisition Consideration is fair and reasonable and in the best interest of the Shareholders as a whole.

Source of funding for the Acquisition Consideration

The payment of the Acquisition Consideration in the amount of RMB88.4 million by the Purchaser will be funded in the following manner:

- (1) RMB27.4 million will be funded by a shareholder's loan provided by Huifang Supply Chain to Huifang Zhongde, which will be in turn provided by Huifang Zhongde to the Purchaser; and
- (2) approximately RMB61 million will be funded by the Banking Facility provided by a commercial bank to the Purchaser and guaranteed by Huifang Supply Chain and Huifang Zhongde.

In the event that the Banking Facility is not available before the date the Purchaser is required to pay the Acquisition Consideration, the shortfall shall be provided by Huifang Supply Chain to the Purchaser (via Huifang Zhongde) by way of a shareholder's loan. The Purchaser shall repay such amount to Huifang Supply Chain (via Huifang Zhongde) upon the Banking Facility becoming available.

Basis of the Disposal Consideration

The Disposal Consideration was arrived at after arm's length negotiations between Huifang Supply Chain and Jiangsu Anbo with reference to the following factors:

- (1) the Acquisition Consideration paid by the Purchaser; and
- (2) the Management Fee, representing the risks undertaken by Huifang Supply Chain in taking part in the Acquisition and in providing the shareholder's loan, as well as being the guarantor of the Purchaser's the Banking Facility.

THE ACQUISITION

On 16 January 2024, the Purchaser participated in the Auction and successfully won the Auction at the Acquisition Consideration in the amount of RMB88.4 million. The Purchaser has obtained a confirmation issued by the Suzhou Wuzhong People's Court on the same day.

The Acquisition Consideration in the amount of RMB88.4 million shall be paid by the Purchaser to the Suzhou Wuzhong People's Court in accordance with the following schedule:

- (1) RMB17.68 million, being a deposit for the Auction, was paid before participating in the Auction; and
- (2) RMB70.72 million, being the balance of the Acquisition Consideration, shall be paid on or before 23 January 2024.

THE DISPOSAL

Pursuant to the Pre-Acquisition Agreement, Jiangsu Anbo shall effect the Disposal at the Disposal Consideration (by reference to the Acquisition Consideration and the Management Fee) on or before 28 February 2025.

THE CONSULTATION SERVICES AGREEMENT

The Consultation Services Agreement was entered into between Qingdao Wanchen, a wholly-owned subsidiary of the Company, and Jiangsu Anbo in relation to the provision of consultation services by Qingdao Wanchen to Jiangsu Anbo in respect of the Acquisition at the Consultation Fee in the amount of RMB710,000.

The principal terms of the Consultation Services Agreement are set out below:

Date:	16 January 2024
Parties:	(1) Jiangsu Anbo; and (2) Qingdao Wanchen
Term:	One year from the effective date of the Consultation Services Agreement.
Provision of consultation services:	Qingdao Wanchen shall provide consultation services in relation to the Acquisition to Jiangsu Anbo, which mainly includes participation in the Auction and assistance in communication with the Suzhou Wuzhong People's Court.
Consultation Fee:	Jiangsu Anbo shall pay Qingdao Wanchen the Consultation Fee in the amount of RMB710,000 within three (3) working days of the date of the Consultation Services Agreement. In the event that the Acquisition does not materialize, Qingdao Wanchen shall refund half of the amount of the Consultation Fee in the amount of RMB355,000 within three (3) working days.

REASONS FOR AND BENEFITS OF THE TRANSACTIONS

The Group is a comprehensive financing service provider. For the benefit of the Company and the Shareholders as a whole, the Group has been actively seeking opportunities in relation to provision of financing solutions to customers in the areas of restructuring of companies and judicial auction of assets.

In structuring the Group's participation in the Acquisition and in negotiating the terms of the Agreements, the Group is looking at an income in the form of (1) the Management Fee in the amount of RMB8.27 million (or RMB12.41 million should Huifang Supply Chain grant a grace period for the payment of the Disposal Consideration 2nd Instalment of up to six months upon a written application by Jiangsu Anbo) as part of the Disposal Consideration to be paid by Jiangsu Anbo to Huifang Supply Chain; and (2) the Consultation Fee in the amount of RMB710,000 to be paid by Jiangsu Anbo to Qingdao Wanchen. The Board considers that the income from the Acquisition and the Disposal represents an opportunity for the Group to generate an investment return while providing services to its customers within its ordinary and usual course of business, thereby creating a win-win situation. The Board has discussed and approved the transaction contemplated under the Agreements and is of the view that such transactions will bring benefits and create value to the Company and the Shareholders as a whole.

Based on the Group's internal assessment of the value of Zhongzhu Square, the Directors also believe that the Group's participation in the Acquisition is conducive to the realization of the intrinsic value of Zhongzhu Square. The Directors therefore believe that there is a good prospect for an investment return from the Group's participation in the Acquisition.

The Directors also believe that there is sufficient safeguard for the Group as (1) in the event that the Acquisition falls through, the Group shall be entitled to an amount equal to half of the Consultation Fee (i.e. RMB355,000); and (2) in the event that the Disposal falls through, the Group shall remain as the registered owner of Zhongzhu Square, and be entitled to claim liquidated damages in the amount of 20% of the Acquisition Consideration, together with such amount to cover its incurred losses from Jiangsu Anbo, and the Consultation Fee in the amount of RMB710,000.

It is expected that the Group will realize a gain on disposal in the amount of approximately RMB8.98 million (or RMB13.12 million should Huifang Supply Chain grant a grace period for the payment of the Disposal Consideration 2nd Instalment of up to six months upon a written application by Jiangsu Anbo), which is calculated with reference to the Management Fee and the Consultation Fee, upon completion of the Disposal. The proceeds from the Disposal are currently intended to be used by the Group for general working capital.

Based on the above, the Directors (including the independent non-executive Directors) consider that the transactions contemplated under the Agreements are in the ordinary and usual course of the Group's business, and the terms of which are on normal commercial terms, are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

INFORMATION OF ZHONGZHU SQUARE

Zhongzhu Square is located at No. 38 Luzhi Avenue, Wuzhong District, Suzhou, the PRC with a total site area of 18,820 square meters and a total gross floor area of 48,964 square meters. Zhongzhu Square is a six-storey building for industrial or non-residential uses and currently has more than 100 tenants.

It was noted based on the auction notice that Zhongzhu Square was a distressed property put forward for sale by the Suzhou Wuzhong People's Court and was subject to the auction procedures conducted on Jingdong Judicial Auction* (京東司法拍賣網絡平台).

The valuation of Zhongzhu Square was in the amount of RMB126.29 million as at 18 June 2023 as appraised by an independent property valuer appointed by the court.

INFORMATION OF HUIFANG ZHONGDE AND THE PURCHASER

Huifang Zhongde is a company established on 15 November 2023 under the laws of the PRC with limited liability and a non-wholly owned subsidiary of the Company.

The Purchaser is a company established on 16 November 2023 under the laws of the PRC with limited liability and a non-wholly owned subsidiary of the Company.

As each of Huifang Zhongde and the Purchaser is established as an investment holding company shortly prior to the entering into of the Pre-Acquisition Agreement, the amount of net profit (before and after taxation) and any extraordinary items for the financial year ended 31 December 2022 are not available. Given that each of Huifang Zhongde and the Purchaser were established in November 2023 but had yet to commence any business operation, the amount of net profit (before and after taxation) and any extraordinary items for the financial year ended 31 December 2023 are RMB nil for both companies.

Upon completion of the Acquisition, the Purchaser will become the registered owner of Zhongzhu Square.

Upon completion of the Disposal, the Group will no longer have any interest in Huifang Zhongde and the Purchaser, and each of Huifang Zhongde and the Purchaser will cease to be accounted as a subsidiary of the Group.

INFORMATION OF THE COMPANY AND THE GROUP

The Company was incorporated under the laws of the Cayman Islands with limited liability and whose Shares are listed and traded on the Main Board of the Stock Exchange (stock code: 01290). The Group is principally engaged in the provision of diversified financial services, including pawnshop, technology microfinance, commercial factoring, financial leasing, art investment, equity investment, special asset investment, turnover loan fund and etc. to its customers.

INFORMATION OF THE PARTIES TO THE TRANSACTIONS

Huifang Supply Chain

Huifang Supply Chain is a company established under the laws of the PRC with limited liability and is an indirect wholly-owned subsidiary of the Company. It is principally engaged in supply chain management.

“Acquisition Consideration”	RMB88.4 million, being the amount to be paid by the Purchaser to Suzhou Wuzhong People’s Court for the Acquisition after the Auction
“Agreements”	the Pre-Acquisition Agreement and the Consultation Services Agreement
“Auction”	the auction of Zhongzhu Square published by the Suzhou Wuzhong People’s Court conducted during the period between 10:00 a.m. on 15 January 2024 to 10:00 a.m. on 16 January 2024 on Jingdong Judicial Auction* (京東網司法拍賣網絡平臺) electronically
“Banking Facility”	a bank loan in the amount of approximately RMB61 million to be borrowed by the Purchaser from a commercial bank to be guaranteed by Huifang Supply Chain and Huifang Zhongde, respectively, for the purpose of funding part of the Acquisition Consideration
“Board”	the board of Directors
“Company”	China Huirong Financial Holdings Limited, a company incorporated under the laws of the Cayman Islands with limited liability and whose Shares are listed and traded on the Main Board of the Stock Exchange (stock code: 1290)
“connected persons”	has the meaning ascribed to it under the Listing Rules
“Consultation Fee”	the consultation fee in the amount of RMB710,000 to be paid by Jiangsu Anbo to Qingdao Wanchen in accordance with the Consultation Services Agreement
“Consultation Services Agreement”	the consultation services agreement (諮詢服務協議) dated 16 January 2024 and entered into between Jiangsu Anbo and Qingdao Wanchen in relation to the provision of consultation services by Qingdao Wanchen to Jiangsu Anbo in respect of the Acquisition at the Consultation Fee in the amount of RMB710,000
“Cooperation Deposit”	the deposit in the amount of RMB17.68 million to be paid by Jiangsu Anbo to Huifang Supply Chain in accordance with the Pre-Acquisition Agreement
“Directors”	the director(s) of the Company
“Disposal”	the disposal of 95% of the equity interest by Huifang Supply Chain in Huifang Zhongde to Jiangsu Anbo at the Disposal Consideration pursuant to the Pre-Acquisition Agreement

“Disposal Consideration”	the amount of RMB96.67 million (or RMB100.81 million should Huifang Supply Chain grant a grace period for the payment of the Disposal Consideration 2nd Instalment of up to six months upon a written application by Jiangsu Anbo), being the amount to be paid by Jiangsu Anbo to Huifang Supply Chain to effect the Disposal (i.e. the sum of the Acquisition Consideration and the Management Fee) pursuant to the Pre-Acquisition Agreement
“Disposal Consideration 1st Instalment”	the first instalment of the Disposal Consideration in the amount of RMB17.68 million to be paid by Jiangsu Anbo to Huifang Supply Chain pursuant to the Pre-Acquisition Agreement
“Disposal Consideration 2nd Instalment”	the second instalment of the Disposal Consideration in the amount of RMB78.99 million (or RMB83.13 million should Huifang Supply Chain grant a grace period for the payment of the Disposal Consideration 2nd Instalment of up to six months upon a written application by Jiangsu Anbo) to be paid by Jiangsu Anbo to Huifang Supply Chain pursuant to the Pre-Acquisition Agreement
“Excess Amount”	the difference between any new Maximum Agreed Acquisition Consideration and the original Maximum Agreed Acquisition Consideration to be determined by Jiangsu Anbo during the Auction
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong Dollar(s), the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Huifang Supply Chain”	Suzhou Huifang Supply Chain Management Company Limited* (蘇州市匯方供應鏈管理有限公司), a company established under the laws of the PRC with limited liability and an indirect wholly-owned subsidiary of the Company
“Huifang Zhongde”	Suzhou Huifang Zhongde Enterprise Management Consulting Co., Ltd.* (蘇州匯方仲德企業管理諮詢有限公司), a company established under the laws of the PRC with limited liability and an indirect non-wholly owned subsidiary of the Company
“Independent Third Party(ies)”	party(ies) independent of the Company and its connected persons
“Jiangsu Anbo”	Jiangsu Anbo Intelligent Technology Co., Ltd.* (江蘇安泊智能科技有限公司), a company established under the laws of the PRC with limited liability and an Independent Third Party

“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Management Fee”	the management fee in the amount of RMB8.27 million (or RMB12.41 million should Huifang Supply Chain grant a grace period for the payment of the Disposal Consideration 2nd Instalment of up to six months upon a written application by Jiangsu Anbo) to be paid by Jiangsu Anbo to Huifang Supply Chain pursuant to the Pre-Acquisition Agreement
“Maximum Agreed Acquisition Consideration”	RMB88.4 million, being the maximum amount that Jiangsu Anbo is willing to pay for the Acquisition under the Pre-Acquisition Agreement
“percentage ratio(s)”	has the meaning ascribed to it under the Listing Rules
“PRC”	the People’s Republic of China, for the purposes of this announcement, excluding Hong Kong, the Macau Special Administrative Region and Taiwan
“Pre-Acquisition Agreement”	the equity (assets) pre-acquisition agreement* (股權(資產)預購協議) dated 16 January 2024 and entered into between Huifang Supply Chain and Jiangsu Anbo in relation to the Acquisition and the Disposal
“Purchaser”	Suzhou Huifang Yunqi Information Technology Co., Ltd.* (蘇州匯方雲啟信息科技有限公司), a company established under the laws of the PRC with limited liability and a direct wholly-owned subsidiary of Huifang Zhongde and an indirect non-wholly owned subsidiary of the Company
“Qingdao Wanchen”	Qingdao Wanchen Buliang Property Company Limited* (青島萬宸不良資產處置有限公司), a company established under the laws of the PRC with limited liability and an indirect wholly-owned subsidiary of the Company
“RMB”	Renminbi, the lawful currency of the PRC
“Share(s)”	the ordinary share(s) of HK\$0.01 each in the share capital of the Company
“Shareholders”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Suzhou Wuzhong People’s Court”	Suzhou Wuzhong District People’s Court* (蘇州市吳中區人民法院)

“Zhongzhu Square” the parcel of land and the six-storeys building thereon situated at No. 38 Luzhi Avenue, Wuzhong District, Suzhou, the PRC with a total site area of 18,820 square meters and a total gross floor area of 48,964 square meters for industrial or non-residential uses

“%” per cent

By Order of the Board
China Huirong Financial Holdings Limited
WU Min
Chairman

Hong Kong, 16 January 2024

As at the date of this announcement, the executive directors of the Company are Mr. Wu Min, Mr. Qiu Wei, Mr. Zhang Changsong and Mr. Yao Wenjun, the non-executive directors of the Company are Mr. Ling Xiaoming and Ms. Zhang Shu and the independent non-executive directors of the Company are Mr. Liang Jianhong, Mr. Feng Ke and Mr. Tse Yat Hong.

* *For identification purposes only*