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## CSI PROPERTIES LIMITED 資本策略地產有限公司\*

(Incorporated in Bermuda with limited liability)
(Stock Code: 497)

## DISCLOSURE PURSUANT TO RULE 13.18 OF THE LISTING RULES

This announcement is made by the Company pursuant to Rule 13.18 of the Listing Rules.

On 27 March 2024, Group East Limited, being a wholly-owned subsidiary of the Company, entered into the Facility Agreement relating to a sustainability-linked transferable term loan facility in an aggregate amount of HK\$1,300,000,000 with a syndicate of banks as original lenders with a term of 48 months from the date of the Facility Agreement.

## CONTROL OF THE CONTROLLING SHAREHOLDER

Under the Facility Agreement, it is (among other matters) an event of default if:-

- (a) The Chung Family ceases to be a single largest shareholder of the Company; or
- (b) The Chung Family holds, directly and indirectly, less than 30% beneficial interest in the issued voting share capital of the Company save for certain exceptions as permitted under the Facility Agreement; or
- (c) The chairman of the Board ceases to be Mr. Chung or a member of the Chung Family, or the Chung Family ceases to have the power to manage or direct the Company through ownership of share capital, by contract or otherwise.

<sup>\*</sup> For identification purpose only

Upon occurrence of any of the above events, the facility agent shall, if so directed by the majority Lenders (whose commitments aggregate equal to or is more than  $66^2/_3\%$  of the total commitments of the Lenders under the Facility Agreement), by notice to Group East Limited, (i) cancel each available commitment of each Lender under the Facility Agreement or any part of any commitment of the Lenders under the Facility Agreement and the relevant commitment of the Lenders under the Facility Agreement shall immediately be reduced, and/or (ii) declare that all or part of the Loans, together with accrued interest, and all other amounts accrued or outstanding under the Facility Agreement and other ancillary finance documents may become immediately due and payable, and/or (iii) declare that all or part of the Loans may immediately become payable on demand, and/or (iv) exercise or direct the security agent to exercise any or all of its rights, remedies, powers or discretions under the Facility Agreement and other ancillary finance documents.

The Company will make continuing disclosure pursuant to Rule 13.21 of the Listing Rules in subsequent interim and annual reports for so long as circumstances giving rise to the relevant obligation continue to exist.

## **DEFINITIONS**

In this announcement, unless the context requires otherwise, the following expressions have the following meanings:

"Board"	the board of Directors;
"Company"	CSI Properties Limited, a company incorporated in Bermuda with limited liability which shares are listed on the main board of the Stock Exchange;
"Chung Family"	means any of (a) Mr. Chung; (b) the spouse of Mr. Chung; or (c) any child or step child, natural or adopted, over 18 years old of Mr. Chung and his spouse and including, for the avoidance of doubt, any trust of which Mr. Chung and any other person(s) identified in (b) or (c) above are principal beneficiaries;
"Director(s)"	the director(s) of the Company;
"Facility"	means the sustainability-linked transferable term loan facility made available to Group East Limited pursuant to the Facility Agreement;
"Facility Agreement"	the facility agreement dated 27 March 2024 and executed by Group East Limited as borrower;

"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;

"Lenders" means the syndicate of banks providing the Facility to

Group East Limited pursuant to the Facility Agreement

and each a "Lender";

"Listing Rules" the Rules Governing the Listing of Securities on the Stock

Exchange;

"Loan(s)" a loan (or loans) made or to be made under the Facility or

the principal amount outstanding for the time being of

that loan(s);

"Mr. Chung" means Mr. Chung Cho Yee, Mico, chairman of the Board

and the controlling shareholder of the Company, who is deemed to be interested in approximately 56.24% of the issued share capital of the Company as at the date of this

announcement;

"Stock Exchange" The Stock Exchange of Hong Kong Limited; and

"%" percent

By Order of the Board
CSI Properties Limited
Kan Sze Man
Company Secretary

Hong Kong, 27 March 2024

As at the date of this announcement, the executive Directors are Mr. Chung Cho Yee, Mico (Chairman), Mr. Kan Sze Man, Mr. Chow Hou Man, Mr. Ho Lok Fai, Mr. Leung King Yin, Kevin and Ms. Chung Yuen Tung, Jasmine; and the independent non-executive Directors are Dr. Lam Lee G., BBS, JP, Mr. Cheng Yuk Wo, Mr. Shek Lai Him, Abraham, GBS, JP and Dr. Lo Wing Yan, William, JP.