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天譽置業 (控股) 有限公司

SKYFAME REALTY (HOLDINGS) LIMITED

(Provisional Liquidators Appointed)

(For Restructuring Purposes)

(Incorporated in Bermuda with limited liability)

**(Stock Code: 00059 and Bonds Stock Code: 5310, 5311,
5367, 5379, 5567, 5580, 5602, 5626, 5821 and 5855)**

INSIDE INFORMATION ARBITRATION AGAINST SUBSIDIARIES AND RELATED PARTIES

This announcement is made by Skyfame Realty (Holdings) Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09(2) and Rule 13.25(e) of the Rules Governing the Listing of Securities of The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the announcement of the Company dated 5 July 2022 (the “**Announcement**”). Unless otherwise defined, capitalized terms used herein shall have the same meanings as those defined in the Announcement.

On June 27, 2024, the board of the directors of the Company (the “**Board**”) learned from its subsidiaries, 深圳市新圍房地產開發有限公司 (Shenzhen Xinwei Real Estate Development Co., Ltd.*, the “**First Respondent**”, one of the Company’s subsidiaries) and 廣州市豐譽置業有限責任公司, (Guangzhou Fengyu Real Estate Co., Ltd.*, the “**Second Respondent**”, one of the Company’s subsidiaries which holds 100% equity of the First Respondent) that the Shenzhen International Arbitration Court had made arbitration, the main content is the following:

1. The First Respondent should repay the principal and interest to the applicant (a Shenzhen sub-branch of one of China’s four major state-owned banks) for a total of approximately RMB512,000,000, of which the loan principal is approximately RMB499,000,000, interest and penalty interest are approximately RMB13,000,000.

2. Confirms that the applicant's right of mortgage over the state-owned construction land mortgaged by the First Respondent located at No. A515-0098 on the east side of the intersection of Guangqiao Road and Guangming Street, Guangming District, Shenzhen [Real Estate Title Certificate No.: Yue (2021) Shenzhen Real Estate Rights No. 0043121] (the “**Mortgaged Land**”) and shall have the right to use the proceeds from the auction and sale of the such Mortgaged Land to repay all the principal and interest of the loan owed by the First Respondent to the applicant and the costs of realizing the creditor's rights in first priority.
3. Confirms that the applicant has the right to pledge 100% of the First Respondent's equity held by the Second Respondent, and has the right to repay all the principal and interest of the loan owed by the First Respondent to the applicant with the proceeds from the disposal of the said equity and the cost of realizing the claim.
4. Confirms that the relevant parties who provided relevant financial commitments or asset guarantees to the applicant in respect of the above-mentioned loans to the First Respondent shall jointly and severally liable for the repayment.

The First Respondent, the Second Respondent and the relevant parties are working closely with the applicant on the settlement of the loans.

As of 31 December 2023, the carrying value of the Mortgaged Land in the books of the First Respondent was approximately RMB1,451,000,000; and the First Respondent total assets were approximately RMB1,452,000,000, net liabilities were approximately RMB149,000,000, and had no income and incurred loss during that year.

As the outcome of the enforcement of the arbitration is not yet clear, the Board will closely monitor the development of the above matters, assess the impact of the enforcement on the Group's financial performance and operations in light of the developments, and will make further announcements when necessary.

The shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company and, if in doubt, may seek professional advice from their own professional or financial advisors.

By order of the Board
Skyfame Realty (Holdings) Limited
(Provisional Liquidators Appointed)
(For Restructuring Purposes)
YU Pan
Chairman

Hong Kong, 28 June 2024

As at the date of this announcement, the Board comprises two executive Directors, namely Mr. YU Pan (Chairman) and Mr. JIN Zhifeng (Chief Executive Officer); and three independent non-executive Directors, namely Mr. WEN Xiaojing, Mr. CUI Yuan and Ms. TANG Yu.

**For identification purposes only*