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TEMPUS

騰邦控股

TEMPUS HOLDINGS LIMITED

騰邦控股有限公司

(IN LIQUIDATION)

(Incorporated in Cayman Islands with limited liability)

(Stock Code: 06880)

QUARTERLY UPDATE

AND

UPDATE INFORMATION

AND

CONTINUED SUSPENSION OF TRADING

The announcement is made by Tempus Holdings Limited (In Liquidation) (the “**Company**”) pursuant to Rule 13.09(2) and 13.24A of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the announcements of the Company dated 14 October 2022, 28 April 2023, 18 May 2023, 6 June 2023, 19 June 2023, 10 October 2023, 16 January 2024 and 19 April 2024 (the “**Announcements**”). Unless otherwise defined in this announcement, capitalised terms herein shall have the same meanings as ascribed to them in the Announcements.

UPDATE REGARDING RESUMPTION PLAN

On 9 August 2024, the Company and the Liquidators have entered into an exclusivity agreement with an investor (the “**Investor**”) (the “**Exclusivity Agreement**”) in relation to the proposed restructuring of the Company (the “**Proposed Restructuring**”). Subject to further negotiation and the entering into of the formal restructuring agreement, the Proposed Restructuring is expected to involve, among others, (i) capital reorganisation of the Company; (ii) subscription of new shares of the Company; and (iii) a creditors’ scheme of arrangement.

Pursuant to the Exclusivity Agreement, the Investor has paid a non-refundable earnest money of HK\$6.5 million, and the Investor has been granted an exclusivity period in relation to the Proposed Restructuring until 24 October 2024. The Company has made an announcement on 15 August 2024 in respect of the Exclusivity Agreement and the Proposed Restructuring.

The Liquidators will continue to negotiate with the Investor for the entering into formal agreement in relation to the Proposed Restructuring. Further announcements will be made by the Company to update its shareholders and potential investors on any development in this regard, as and when appropriate, in accordance with the Listing Rules.

UPDATE INFORMATION

5M PROCEEDINGS

Reference is made to the announcement of the Company dated 19 June 2023.

Based on the information made available to the Liquidators, the judgment for the first trial of the 5M Proceedings was handed down on 31 October 2023 by the Court, rejecting the claim for the Total Claim Amount due to insufficient evidence provided (the “**Original Judgment**”). Appeal was lodged by the former directors of the Company purportedly on behalf of the Company to the Intermediate People’s Court of Shenzhen City (the “**Shenzhen Court**”) on 2 February 2024.

On 24 May 2024, the Shenzhen Court issued a notice stating that the appeal was treated as being withdrawn and hence the Original Judgment was upheld and served as final judgment for the 5M Proceedings.

FORENSIC INVESTIGATION

Reference is made to the announcement of the Company dated 14 October 2022, 28 April 2023 and 6 June 2023.

The Liquidators have requested Deloitte Advisory (Hong Kong) Limited (“**Deloitte**”) has issued the final report on the Forensic Investigation in relation to the Suspected Misappropriation of Funds on 14 August 2024.

Further announcement(s) will be made by the Company to keep its shareholders and potential investors informed of developments in relation to the Forensic Investigation as and when appropriate.

2022 ANNUAL RESULTS

The Company has engaged Moore Stephens CPA Limited (“**Moore Stephens**”) to continue their current work in the 2022 Annual Results. Based on the current progress update from Moore Stephens, it is expected that the 2022 Annual Results can be finalized and published by mid-September 2024.

Further announcement(s) will be made by the Company to keep its shareholders and potential investors informed of developments in relation to the 2022 Annual Results as and when appropriate.

CONTINUED SUSPENSION OF TRADING

Trading on the Stock Exchange in the shares of the Company, which was suspended with effect from 9:00 a.m. on 3 April 2023 remains suspended and will continue to be so until further notice.

The Company will keep the public informed by making further announcements as appropriate.

If the shareholders of the Company have any query about the implications of the appointment of the Liquidators and the continued suspension of trading referred to above, they should obtain appropriate professional advice.

For and on behalf of
Tempus Holdings Limited (In Liquidation)

Wing Sze Tiffany Wong
Edward Simon Middleton
Joint and Several Liquidators
acting as agents without personal liabilities

Hong Kong, 5 September 2024

As at the date of this announcement, the Board comprises two Executive Directors, namely Mr. Zhong Yiming and Mr. Wang Xingyi; one Non-executive Director, namely Mr. Zhong Baisheng; and two Independent Non-executive Directors, namely Mr. Li Qi and Mr. Peng Chaolin.

The affairs, business and property of the Company are being managed by the Liquidators who act as the agents of the Company only and without personal liabilities.