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BHCC Holding Limited
(Incorporated in the Cayman Islands with limited liability)
(Stock code: 1552)

**MAJOR AND CONNECTED TRANSACTION AT SUBSIDIARY LEVEL IN RELATION TO
PROVISION OF FINANCIAL ASSISTANCE**

BACKGROUND

On 24 January 2025, BHCC Projects, an indirect wholly-owned subsidiary of the Company, entered into the JV Agreement with the JV Partners, in relation to, among others, the formation of the SPC to take up the lease and development of the Land and the BHCC Capital Commitment in the maximum amount of S\$20 million (equivalent to approximately HK\$115 million). The SPC is beneficially owned as to 10% by BHCC Projects.

As disclosed in the Formation of JV Circular, the total development costs of the Land will be partly funded by external bank financings in the aggregate amount of up to 80% of the Land acquisition cost, other land related costs and construction costs. On 26 June 2025, the SPC, as borrower, entered into the Facility Agreement with among others, the Lenders, as lenders, whereby the Lenders have agreed to make available to the SPC the Facility in the aggregate principal amount of up to S\$521,812,000.

PROVISION OF FINANCIAL ASSISTANCE

At the request of the Lenders and the SPC, and as conditions precedent to the utilisation of the Facility under the Facility Agreement, on 26 June 2025, the Group entered into the Security Documents, among others, (i) the Company entered into the Guarantors' Undertaking, pursuant to which, among others, the Company has agreed to provide guarantee proportionate to BHCC Project's shareholding in the SPC, amounting to 10% of the total liabilities of the SPC under the Finance Documents; and (ii) BHCC Projects entered into the Share Charge, pursuant to which BHCC Projects has agreed to charge BHCC Projects' 10% shareholding interests in the SPC in favour of the Lenders as security for the repayment obligations of the SPC under the Finance Documents.

LISTING RULES IMPLICATIONS

Although the highest applicable percentage ratios (as defined under the Listing Rules) in respect of the provision of financial assistance under the Security Documents exceeds 100%, it does not fall under acquisition of assets and hence, the entering into of the Security Documents and the transactions contemplated thereunder will constitute a major transaction of the Company under Chapter 14 of the Listing Rules. Accordingly, the entering into of the Security Documents and the transactions contemplated thereunder are subject to the reporting, announcement and Shareholders' approval requirements under Chapter 14 of the Listing Rules.

As at the date of this announcement, AA Investment is indirectly owned as to 100% by AA Development, which in turn is the indirect holder of 10% of the issued share capital of Tai Seng Food Point Development Pte. Ltd. (formerly known as Evermega Investment Holdings Pte. Ltd.), an indirect non-wholly-owned subsidiary of the Company, and AA Development is ultimately owned as to 70% by Mr. Li and 30% by Ms. Tan. Each of AA Investment, Mr. Li and Ms. Tan is therefore a connected person of the Company at subsidiary level. Save as disclosed above, each of AA Investment, Mr. Li and Ms. Tan is not otherwise connected with the Group, and each of AA Investment, Mr. Li and Ms. Tan is not a connected person at issuer level. As each of AA Investment, Mr. Li and Ms. Tan is one of the parties to the Security Documents, the entering into of the Security Documents constitutes a connected transaction at the subsidiary level of the Company under Chapter 14A of the Listing Rules. The Board has approved the entering into of the Security Documents and the transactions contemplated thereunder, and the independent non-executive Directors have confirmed that the terms of the Security Documents and the transactions contemplated thereunder are fair and reasonable, on normal or better commercial terms and in the interests of the Company and the Shareholders as a whole. Accordingly, the entering into of the Security Documents is subject to the reporting and announcement requirements but is exempt from the Shareholders' approval requirement (in respect of the connected transaction at subsidiary level) under Chapter 14A of the Listing Rules.

To the best knowledge, information and belief of the Directors, having made all reasonable enquiries, no Shareholders or any of their respective associates have a material interest in the Security Documents and the transactions contemplated thereunder. Should the Security Documents and the transactions contemplated thereunder be put forward to the Shareholders to approve at a general meeting of the Company, no Shareholder would be required to abstain from voting for the resolution to approve the Security Documents and the transactions contemplated thereunder. The Company will obtain a written approval for the Security Documents and the transactions contemplated thereunder from Huada Developments, the controlling Shareholder of the Company holding 409,050,000 Shares, representing approximately 51.13125% of the entire issued share capital of the Company as at the date of this announcement pursuant to Rule 14.44 of the Listing Rules in lieu of a resolution to be passed at a general meeting of the Company. Accordingly, the Company is exempted from the requirement to convene a Shareholders' meeting for the purpose of approving the Security Documents and the transactions contemplated thereunder pursuant to Rule 14.44 of the Listing Rules.

Pursuant to Rule 14.41(a) of the Listing Rules, a circular containing, among other things, (i) further details of the Security Documents and the transactions contemplated thereunder; (ii) financial information of the Group; and (iii) any other information required under the Listing Rules, is expected to be despatched to the Shareholders on or before 18 July 2025.

BACKGROUND

On 24 January 2025, BHCC Projects, an indirect wholly-owned subsidiary of the Company, entered into the JV Agreement with the JV Partners, in relation to, among others, the formation of the SPC to take up the lease and development of the Land and the BHCC Capital Commitment in the maximum amount of S\$20 million (equivalent to approximately HK\$115 million). The SPC is beneficially owned as to 10% by BHCC Projects.

As disclosed in the Formation of JV Circular, the total development costs of the Land will be partly funded by external bank financings in the aggregate amount of up to 80% of the Land acquisition cost, other land related costs and construction costs. On 26 June 2025, the SPC, as borrower, entered into the Facility Agreement with among others, the Lenders, as lenders, whereby the Lenders have agreed to make available to the SPC the Facility in the aggregate principal amount of S\$521,812,000.

Set out below are the principal terms of the Facility Agreement:

Date of Facility Agreement	26 June 2025
Parties	<ul style="list-style-type: none"> (i) the SPC, as borrower; (ii) Lender A, as one of the Lenders and one of the green loan coordinators; and (iii) Lender B, as one of the Lenders, one of the green loan coordinators, facility agent and security agent for the Lenders
Facility	<p>The Facility in the aggregate principal amount of up to S\$521,812,000 comprises of the following:</p> <ul style="list-style-type: none"> (i) Facility A in the principal amount of up to S\$403,612,000; (ii) Facility B in the principal amount of up to S\$22,400,000; (iii) Facility C in the principal amount of up to S\$44,800,000; and (iv) Facility D in the principal amount of up to S\$51,000,000
Purposes	<p>The Facility shall be applied for the following purposes:</p> <ul style="list-style-type: none"> (i) Facility A towards financing and/or reimbursing the SPC's payment of the Land Purchase Price, the amount of which shall be up to the lower of (A) 80% of the SPC's payment of the Land Purchase Price; and (B) 80% of the current market land value of the Property (exclusive of land betterment charge) of S\$504,515,000 as determined by the initial valuation report delivered by the SPC to the Lenders; (ii) Facility B towards financing and/or reimbursing up to 80% of the SPC's payment of land betterment charge;

- (iii) Facility C towards financing and/or reimbursing up to 80% of the SPC's payment of stamp duties; and
- (iv) Facility D towards financing the SPC's payment of construction costs and development costs

Final maturity date

The earlier of:

- (i) the date which is six months after the date on which the temporary occupation permit is issued by the Building Authority of the Singapore for the whole of the Project; and
- (ii) 31 August 2029,

or such later date as the Lenders may agree

Repayment of Facility

The SPC shall repay each loan under the Facility Agreement on the final maturity date as stated above

PROVISION OF FINANCIAL ASSISTANCE

At the request of the Lenders and the SPC, and as conditions precedent to the utilisation of the Facility under the Facility Agreement, on 26 June 2025, the Group entered into the Security Documents, among others, (i) the Company entered into the Guarantors' Undertaking, pursuant to which, among others, the Company has agreed to provide a guarantee proportionate to BHCC Project's shareholding in the SPC, amounting to 10% of the total liabilities of the SPC under the Finance Documents; and (ii) BHCC Projects entered into the Share Charge, pursuant to which BHCC Projects has agreed to charge BHCC Projects' 10% shareholding interests in the SPC in favour of the security agent as security for the repayment obligations of the SPC under the Finance Documents.

The Guarantors' Undertaking

On 26 June 2025, the SPC as borrower, the Guarantors as guarantors, and Lender B as security agent for the Lenders, entered into the Guarantors' Undertaking. Pursuant to the Guarantors' Undertaking, each Guarantor unconditionally and irrevocably guarantees to the Lenders punctual performance by the SPC of all the SPC's payment obligations under, among others, the Finance Documents, provided that each Guarantor's liability shall only be up to the percentage amount required to be paid by that guarantor as specified in the Guarantors' Undertaking, i.e. the Company's liability shall only be up to 10% of the SPC's payment obligations, representing the principal amount of up to S\$52,181,200.

The Share Charge

On 26 June 2025, the Chargors as chargors, and Lender B as security agent for the Lenders, entered into the Share Charge. Pursuant to the Share Charge, each Chargor, as legal and/or

beneficial owner and as continuing security for the due and punctual payment and discharge of all sums due from or owing by the SPC to the Lenders in favour of the security agent (as security agent and trustee for the Lenders) by way of first fixed charge and assigns to the security agent (as security agent and trustee for the Lenders) all of its present and future SPC Shares and dividends received or receivable from such SPC Shares, representing 100% of the entire issued share capital of the SPC as at the date of the Share Charge. Accordingly, BHCC Projects shall charge all SPC Shares legally and beneficially owned by it to the security agent, representing 10% of the entire issued share capital of the SPC as at the date of the Share Charge. The charged SPC Shares shall be released, reassigned or discharged from the Share Charge where the security agent is satisfied that all sums due from or owing by the SPC to the Lenders has been irrevocably paid in full and that all facilities which might give rise to such payment obligations have terminated.

Basis of determination of the terms of the Security Documents

The terms of the Security Documents were determined after arm's length negotiations among the Lenders, the SPC, the Guarantors and the Chargors with reference to (i) terms of external bank financings of similar nature, including the provision of guarantee by shareholders of project company and/or their ultimate beneficial owners and the charging of shares of the project company; and (ii) the pro-rata shareholding interest of the shareholders of the SPC.

Financial effects of the provision of financial assistance

Effect on assets and liabilities

The provision of financial assistance under the Security Documents will not have any material impact on the assets and liabilities of the Group. The Company's liability under the Guarantors' Undertaking is contingent upon the SPC's performance, similarly, the creation of the share charge over BHCC Project's 10% shareholding in the SPC does not result in an immediate transfer of assets and only constitutes as security for the SPC's obligations under the Finance Documents, it is also contingent in nature. As the SPC has not defaulted in its obligations under the Finance Documents, no liability is recognised in the consolidated statement of financial position of the Company as at the date of this announcement.

Effect on earnings

The provision of financial assistance under the Security Documents will not have any immediate impact on the Group's earnings or profit and loss for the current financial period. However, should the SPC default under the Facility and the guarantee be called upon, the Company will be required to meet its proportional obligations under the guarantee (i.e. up to 10% of the total outstanding liabilities), which would result in an expense and potential financial loss, thereby adversely affecting the Group's earnings. Similarly, the share charge does not have direct effect on the earnings, any enforcement of the share charge may affect the Group's equity interests in the SPC and potential future income from dividends or capital gains from the SPC, thereby affecting the Group's earnings. The Group will continuously assess the performance of the SPC, any potential impairment of its investment in the SPC or expected credit losses will be recognised in accordance with applicable accounting standards, if and when necessary.

REASONS FOR AND BENEFITS OF THE PROVISION OF FINANCIAL ASSISTANCE

The Group is principally engaged in (i) the provision of building and construction works as a main contractor and as subcontractor in reinforcement concrete works undertaken on a selected basis; (ii) properties investment including the leasing of industrial properties in Singapore; and (iii) property development.

As disclosed in the Formation of JV Circular, BHCC Projects has entered into the JV Agreement with the JV Partners, in relation to, among others, the formation of the SPC to take up the lease and development of the Land and the SPC is legally and beneficially owned as to 10% by BHCC Projects. As further disclosed in the Formation of JV Circular, the estimated total costs of the Project is approximately S\$904 million which will be partly funded by (i) the Initial Capital Contribution in the aggregate maximum amount of S\$200 million; (ii) sale proceeds generated from the pre-sale of the uncompleted units of the Project; and (iii) external bank financings in the aggregate amount of up to 80% of the Land acquisition cost, other land related costs and construction costs. As illustrated above, the SPC has substantial needs for capital as the Initial Capital Contribution accounts for only approximately 22% of the estimated total development costs and pre-sale of the uncompleted units of the Project has yet to take place. Hence, the obtaining of the Facility on the terms proposed by the Lenders, including the provision of guarantee and security by the shareholders of the SPC and their ultimate beneficial owners, is essential for the Project, particularly for the settlement of early Project costs and expenditures, including but not limited to the Land Purchase Price and other land related costs.

Having considered (i) the Security Documents are the requisite documents for securing the Facility for the SPC and the conditions precedent to the utilization of the Facility; (ii) the structure of the Facility, including the provision of guarantee and other security by the shareholders of the SPC and their ultimate beneficial owners, is in line with other financing transactions for property developments in Singapore; and (iii) the future prospects of the Project, particularly the Company considers that the Land is situated in an established premium private residential area in Singapore with high-end residential and commercial complex consisting a variety of recreational and community amenities in the immediate vicinity, the Land is also located in close proximity to the nature park, international school and transportation infrastructures, it is expected that the Project will generate keen interests from potential buyers after further taking into account the lack of supply in the region in the near future, and the SPC will be able to finance the repayment of the Facility solely by the proceeds from the sale of the units in the Project without the need to enforce the security provided under the Security Documents, the Directors (including the independent non-executive Directors) therefore consider that the terms of the Security Documents and provision of financial assistance by the Group thereunder are fair and reasonable and in the interests of the Company and Shareholders as a whole.

INFORMATION OF THE PARTIES TO THE SECURITY DOCUMENTS

The Company

The Company is a company incorporated in the Cayman Islands with limited liability, the issued Shares of which are listed on the Main Board of the Stock Exchange, and is principally engaged in investment holding.

BHCC Projects

BHCC Projects is a company incorporated in Singapore and is principally engaged in real estate

development, it is an indirect wholly-owned subsidiary of the Company.

Kay Lim Holdings

Kay Lim Holdings is a company incorporated in Singapore, it is principally engaged in investment holding and building construction and is the holding company of Kay Lim. To the best of the knowledge, information and belief of the Directors, and having made all reasonable enquiries, as at the date of this announcement, Kay Lim Holdings is owned as to 50% by Tan Gek Eng and 50% by Tng Kay Lim, and each of Kay Lim Holdings and its ultimate beneficial owners is an Independent Third Party.

Kay Lim

Kay Lim is a company incorporated in Singapore and is principally engaged in real estate development and investment holding. To the best of the knowledge, information and belief of the Directors, and having made all reasonable enquiries, as at the date of this announcement, Kay Lim is owned as to 90% by Kay Lim Holdings, which in turn is owned as to 50% by Tan Gek Eng and 50% by Tng Kay Lim, and each of Kay Lim and its ultimate beneficial owners is an Independent Third Party.

Heeton Holdings

Heeton Holdings is a company incorporated in Singapore the issued shares of which are listed on the Singapore Stock Exchange (SGX stock code: 5DP), and is principally engaged in investment holding and real estate development. To the best of the knowledge, information and belief of the Directors, and having made all reasonable enquiries, each of Heeton Holdings and its ultimate beneficial owners is an Independent Third Party.

Santarli Holdings

Santarli Holdings is a company incorporated in Singapore and is principally engaged in bank/financial holding and building construction. To the best of the knowledge, information and belief of the Directors, and having made all reasonable enquiries, as at the date of this announcement Santarli Holdings is owned as to approximately 33.3% by Lee Boon Teow, as to approximately 33.3% by Sim How Tiong and as to approximately 33.3% by Chan Thiam Seng, and each of Santarli Holdings and its ultimate beneficial owner is an Independent Third Party.

Santarli

Santarli is a company incorporated in Singapore and is principally engaged in investment holding and real estate development. To the best of the knowledge, information and belief of the Directors, and having made all reasonable enquiries, as at the date of this announcement, Santarli is owned as to 12.5% by Heeton Homes Pte. Ltd., a wholly-owned subsidiary of Heeton Holdings, and as to 87.5% by Santarli Realty Pte. Ltd., the latter of which is in turn owned as to 33.4% by Lee Boon Teow, as to 33.3% by Sim How Tiong and as to 33.3% by Chan Thiam Seng, and each of Santarli and its ultimate beneficial owners is an Independent Third Party.

AA Investment, Mr. Li and Ms. Tan

AA Investment is a company incorporated in Singapore and is principally engaged in real estate development. To the best of the knowledge, information and belief of the Directors, and having made all reasonable enquiries, as at the date of this announcement, AA Investment is indirectly owned as to 58% by AA Development, which in turn is ultimately owned as to 70% by Mr. Li and as to 30% by Ms. Tan. As AA Development is the indirect holder of 10% of the issued share capital of Tai Seng Food Point Development Pte. Ltd. (formerly known as Evermega Investment Holdings Pte. Ltd.), an indirect non-wholly owned subsidiary of the Company, each of AA Investment, Mr. Li and Ms. Tan is therefore also a connected person of the Company at subsidiary level.

SLH

SLH is a company incorporated in Singapore and is principally engaged in water and gas pipeline and sewer construction and installation of industrial machinery and equipment, and mechanical engineering works. To the best of the knowledge, information and belief of the Directors, and having made all reasonable enquiries, as at the date of this announcement, SLH is owned as to 25% by Ong Gim Leong, as to 25% by Ong Gim loo, as to 25% by Ong Gim Giap and as to 25% by Ong Yew Lye, and each of SLH and its ultimate beneficial owners is an Independent Third Party.

Lender B

Lender B is a company incorporated in Singapore, the issued shares of which are listed on the Singapore Stock Exchange (SGX stock code: U11), and is principally engaged in banking business. To the best of the knowledge, information and belief of the Directors, and having made all reasonable enquiries, each of Lender B and its ultimate beneficial owners is an Independent Third Party.

LISTING RULES IMPLICATIONS

Although the highest applicable percentage ratios (as defined under the Listing Rules) in respect of the provision of financial assistance under the Security Documents exceeds 100%, it does not fall under acquisition of assets and hence, the entering into of the Security Documents and the transactions contemplated thereunder will constitute a major transaction of the Company under Chapter 14 of the Listing Rules. Accordingly, the entering into of the Security Documents and the transactions contemplated thereunder are subject to the reporting, announcement and Shareholders' approval requirements under Chapter 14 of the Listing Rules.

As at the date of this announcement, AA Investment is indirectly owned as to 100% by AA Development, which in turn is the indirect holder of 10% of the issued share capital of Tai Seng Food Point Development Pte. Ltd. (formerly known as Evermega Investment Holdings Pte. Ltd.), an indirect non-wholly-owned subsidiary of the Company, and AA Development is ultimately owned as to 70% by Mr. Li and 30% by Ms. Tan. Each of AA Investment, Mr. Li and Ms. Tan is therefore a connected person of the Company at subsidiary level. Save as disclosed above, each of AA Investment, Mr. Li and Ms. Tan is not otherwise connected with the Group, and each of AA Investment, Mr. Li and Ms. Tan is not a connected person at issuer level. As each of AA Investment, Mr. Li and Ms. Tan is one of the parties to the Security Documents, the entering into of the Security Documents constitutes a connected transaction at the subsidiary level of the Company under Chapter 14A of the Listing Rules. The Board has approved the entering into of the Security Documents and the transactions contemplated thereunder, and the independent non-

executive Directors have confirmed that the terms of the Security Documents and the transactions contemplated thereunder are fair and reasonable, on normal or better commercial terms and in the interests of the Company and the Shareholders as a whole. Accordingly, the entering into of the Security Documents is subject to the reporting and announcement requirements but is exempt from the Shareholders' approval requirement (in respect of the connected transaction at subsidiary level) under Chapter 14A of the Listing Rules.

To the best knowledge, information and belief of the Directors, having made all reasonable enquiries, no Shareholders or any of their respective associates have a material interest in the Security Documents and the transactions contemplated thereunder. Should the Security Documents and the transactions contemplated thereunder be put forward to the Shareholders to approve at a general meeting of the Company, no Shareholder would be required to abstain from voting for the resolution to approve the Security Documents and the transactions contemplated thereunder. The Company will obtain a written approval for the Security Documents and the transactions contemplated thereunder from Huada Developments, the controlling Shareholder of the Company holding 409,050,000 Shares, representing approximately 51.13125% of the entire issued share capital of the Company as at the date of this announcement pursuant to Rule 14.44 of the Listing Rules in lieu of a resolution to be passed at a general meeting of the Company. Accordingly, the Company is exempted from the requirement to convene a Shareholders' meeting for the purpose of approving the Security Documents and the transactions contemplated thereunder pursuant to Rule 14.44 of the Listing Rules.

Pursuant to Rule 14.41(a) of the Listing Rules, a circular containing, among other things, (i) further details of the Security Documents and the transactions contemplated thereunder; (ii) financial information of the Group; and (iii) any other information required under the Listing Rules, is expected to be despatched to the Shareholders on or before 18 July 2025.

DEFINITIONS

Unless otherwise stated or the context requires otherwise, the terms and expression in this announcement have the following meanings:

“AA Development”	Apex Asia Development Pte. Ltd., a company incorporated in Singapore and a connected person of the Company at subsidiary level
“AA Investment”	Apex Asia Alpha Investment Two Pte. Ltd., a company incorporated in Singapore, an indirect wholly owned subsidiary of AA Development and a connected person of the Company at subsidiary level
“BHCC Capital Commitment”	the sum of a maximum of S\$20 million (equivalent to approximately HK\$115 million) contributed/to be contributed by BHCC Projects to the SPC
“BHCC Projects”	BHCC Development (Projects) Pte Ltd., a company incorporated in Singapore and an indirect wholly-owned subsidiary of the Company
“Board”	the board of Directors of the Company
“Business Day”	any day (other than Saturdays, Sundays or a gazetted public holiday of Singapore)

“Chargors”	collectively, BHCC Projects, AA Investment, Kay Lim, SLH and Santarli, as chargors under the Share Charge, and each a “ Chargor ”
“Company”	BHCC Holding Limited, a company incorporated in the Cayman Islands with limited liability, the issued Shares of which are listed on the Main Board of the Stock Exchange (stock code: 1552)
“connected persons”	has the meaning ascribed to it in the Listing Rules and “connected” shall be construed accordingly
“Director(s)”	director(s) of the Company
“Facility”	collectively, Facility A, Facility B, Facility C and Facility D, being the term loan facilities made available by the Lenders to the SPC in the aggregate principal amount of up to S\$521,812,000
“Facility A”	the term loan facility made available under the Facility Agreement in the amount of up to S\$403,612,000
“Facility Agreement”	the facility agreement dated 26 June 2025 and entered into between the SPC as borrower, Lender A as one of the Lenders and green loan coordinator, and Lender B as one of the Lenders, green loan coordinator, facility agent and security agent, in relation to the grant of the Facility to the SPC subject to the terms and conditions therein
“Facility B”	the term loan facility made available under the Facility Agreement in the amount of up to S\$22,400,000
“Facility C”	the term loan facility made available under the Facility Agreement in the amount of up to S\$44,800,000
“Facility D”	the term loan facility made available under the Facility Agreement in the amount of up to S\$51,000,000
“Finance Documents”	collectively, the Facility Agreement, the Security Documents and other ancillary documents and documents designated as such by the SPC and Lender B as the facility agent of the Facility
“Formation of JV Circular”	the circular of the Company dated 21 March 2025 in relation to the formation of the SPC
“Group”	the Company and its subsidiaries
“Guarantors”	collectively, the Company, Heeton Holdings, Kay Lim Holdings, Santarli Holdings, SLH, Mr. Li and Ms. Tan, as guarantors under the Guarantors’ Undertaking, and each a “ Guarantor ”
“Guarantors’ Undertaking”	the guarantors’ undertaking dated 26 June 2025 entered into by the SPC as borrower and the Guarantors as guarantors in favour of Lender

	B as security agent of the Lenders, pursuant to which, among others, the Guarantors shall provide a guarantee to secure the punctual performance by the SPC of all the SPC's payment obligations under the Finance Documents, provided that each Guarantor's liability shall only be up to the percentage amount required to be paid by that Guarantor as specified in the Guarantors' Undertaking
"Heeton Holdings"	Heeton Holdings Limited, a company incorporated in Singapore and an Independent Third Party
"HK\$"	Hong Kong dollar, the lawful currency of Hong Kong
"Hong Kong"	the Hong Kong Special Administrative Region of the People's Republic of China
"Independent Third Party(ies)"	third party(ies) independent of and not connected with the Company and connected person(s) of the Company
"Initial Capital Contribution"	the initial capital contribution from the shareholders of the SPC in the aggregate maximum amount of S\$200 million
"JV Agreement"	the joint venture agreement dated 24 January 2025 entered into among BHCC Projects and the JV Partners in relation to the formation of the SPC for the lease and development of the Land
"JV Partners"	collectively, Santarli, AA Investment, SLH and Kay Lim
"Kay Lim"	Kay Lim Realty Pte. Ltd., a company incorporated in Singapore and an Independent Third Party
"Kay Lim Holdings"	Kay Lim Holdings Pte. Ltd., a company incorporated in Singapore and an Independent Third Party
"Land"	the land parcel situated at Dairy Farm Walk
"Land Purchase Price"	the sum of S\$504,515,000 to be paid by the SPC to the President of the Republic of Singapore and his successors in office for the Land
"Lenders"	collectively, Lender A and Lender B, as lenders of the Facility
"Lender A"	Oversea-Chinese Banking Corporation Limited, a company incorporated in Singapore and an Independent Third Party
"Lender B"	United Overseas Bank Limited, a company incorporated in Singapore and an Independent Third Party
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"Mr. Li"	Li Jun, a connected person of the Company at subsidiary level

“Ms. Tan”	Tan Shu Mei, a connected person of the Company at subsidiary level
“Project”	the condominium housing development project on the Land of the SPC
“Santarli”	SNC2 Realty Pte. Ltd., a company incorporated in Singapore and an Independent Third Party
“Santarli Holdings”	Santarli Holdings Pte. Ltd., a company incorporated in Singapore and an Independent Third Party
“S\$”	Singapore dollar, the lawful currency of Singapore
“Security Documents”	collectively, the Guarantors’ Undertaking, Share Charge, and all other documents executed or to be executed by the Company and/or BHCC Projects as guarantee, indemnity or security for the obligations of the SPC under the Finance Documents
“Share(s)”	ordinary share(s) of HK\$0.01 each in the share capital of the Company
“Shareholder(s)”	the holder(s) of the Share(s)
“Share Charge”	the share charge dated 26 June 2025 entered into by the Chargors, as chargors, in favour of Lender B as security agent for the Lenders, pursuant to which the Chargors shall create a first fixed charge over all the issued share capital of the SPC
“Singapore”	The Republic of Singapore
“SLH”	Soon Li Heng Civil Engineering Pte Ltd, a company incorporated in Singapore and an Independent Third Party
“SPC”	Dairy Farm Walk JV Development Pte. Ltd., the special purpose company incorporated in Singapore for the lease and development of the Land and is owned as to 10% by BHCC Projects
“SPC Shares”	ordinary share(s) in the share capital of the SPC
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“%”	per cent.

In this announcement, unless the context requires otherwise, amounts denominated in S\$ have been translated to HK\$ at the exchange rate of S\$1.00:HK\$5.75 for illustration purpose only. Such conversions shall not be construed as representations that amounts in S\$ were or may have been converted into HK\$ at such rate or any other exchange rates.

By order of the Board
BHCC Holding Limited
Mr. Yang Xinping
Chairman and executive Director

Singapore, 26 June 2025

As at the date of this announcement, the Board comprises Mr. Yang Xiping and Ms. Han Yuying as executive Directors; and Ms. Chan Bee Leng, Mr. Kwong Choong Kuen (Huang Zhongquan) and Mr. Wang Lian as independent non-executive Directors.