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天津發展控股有限公司
TIANJIN DEVELOPMENT HOLDINGS LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 882)

ANNOUNCEMENT PURSUANT TO RULE 13.18 OF THE LISTING RULES

This announcement is made pursuant to Rule 13.18 of the Listing Rules in respect of the Facility Letter entered into by the Company with the Lender on 5 December 2022. The Facility Letter imposes specific performance obligations on the controlling shareholders of the Company.

This announcement is made pursuant to Rule 13.18 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The board of directors (the “**Board**”) of Tianjin Development Holdings Limited (the “**Company**”) announces that the Company as borrower has entered into a facility letter (the “**Facility Letter**”) with a bank as lender (the “**Lender**”) on 5 December 2022 in respect of a term loan facility of HK\$300,000,000 for a period of 12 months commencing from the date of first drawdown.

According to the Facility Letter, the Company undertakes that throughout the term of the Facility, the Company shall procure that the State-owned Assets Supervision and Administration Commission of the Tianjin Municipal People’s Government maintain shareholding ownership directly or indirectly in the Company of more than 50%, or the Company shall under the direct or indirect management control of Tsinlien Group Company Limited (“**Tsinlien**”), a controlling shareholder of the Company.

If violation of the relevant undertakings under the Facility Letter occurs, the Lender may, by notice in writing to the Company (a) declare the Facility to be terminated whereupon the Facility shall be forthwith cancelled; and (b) declare the liabilities payable under the Facility Letter to be forthwith due and payable, without presentment, demand, protest or notice of any kind, all of which are expressly waived by the Company, whereupon the same shall become forthwith due payable.

As at the date of this announcement, Tsinlien is directly and indirectly interested in approximately 62.81% of the total number of issued shares of the Company.

The Company will continue to comply with disclosure requirements under Rule 13.21 of the Listing Rules for so long as circumstances giving rise to the obligation continue to exist.

By Order of the Board
Tianjin Development Holdings Limited
Wang Gang
Chairman and Executive Director

Hong Kong, 5 December 2022

As at the date of this announcement, the Board of the Company consists of Mr. Wang Gang, Dr. Li Xiaoguang, Mr. Zhuang Qifei, Mr. Cui Xiaofei, Mr. Cheung Wing Yui, Edward*, Dr. Cheng Hon Kwan**, Mr. Mak Kwai Wing, Alexander**, Ms. Ng Yi Kum, Estella**, Mr. Wong Shiu Hoi, Peter** and Dr. Loke Yu**.*

* *non-executive director*

** *independent non-executive director*