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天津发展控股有限公司
TIANJIN DEVELOPMENT HOLDINGS LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 882)

DISCLOSEABLE TRANSACTION

SUBSCRIPTION OF WEALTH MANAGEMENT PRODUCT WITH INDUSTRIAL BANK

THE 9TH INDUSTRIAL BANK WEALTH MANAGEMENT AGREEMENT

Reference is made to the announcement of the Company dated 11 June 2025 in respect of the Previous Wealth Management Agreements.

On 19 June 2025, Lisheng Pharmaceutical, an indirect non-wholly owned subsidiary of the Company, entered into the 9th Industrial Bank Wealth Management Agreement with CIB Wealth Management and Industrial Bank to subscribe for another fixed income investment product in the principal amount of RMB50,000,000 (equivalent to approximately HK\$54,347,826).

LISTING RULES IMPLICATIONS

The New Subscription, on a standalone basis, does not constitute a notifiable transaction of the Company under Chapter 14 of the Listing Rules.

Since the Previous Subscriptions and the New Subscription were investments by the Group in wealth management products acquired from the same bank and still held by the Group, the Subscriptions are required to be aggregated as a series of transactions pursuant to Rule 14.22 of the Listing Rules.

As one of the applicable percentage ratios calculated in accordance with Rule 14.07 of the Listing Rules in respect of the New Subscription, when aggregated with the Previous Subscriptions, exceeds 5% but is less than 25%, the New Subscription constitutes a discloseable transaction of the Company and are subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

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The New Subscription was funded by the Group's idle self-owned funds.

PRINCIPAL TERMS OF THE 9TH INDUSTRIAL BANK WEALTH MANAGEMENT AGREEMENT

The principal terms of the 9th Industrial Bank Wealth Management Agreement are summarised as follows:

- Parties : (i) Lisheng Pharmaceutical, as the subscriber;
- (ii) CIB Wealth Management, as the asset manager; and
- (iii) Industrial Bank, as the custodian
- Name of the wealth management product : CIB Wealth Management Wenli Yuexiang Type E 17th Cycle Open Fixed Income Financial Product (興銀理財穩利悅享E款第17期開放式固收類理財產品)
- Product type : Fixed income, non-principal guaranteed floating return, publicly offered open-end NAV-based

This product principally invests in:

- (i) currency market instruments such as bank deposits, reverse repurchase of bonds, currency funds and other interbank and exchange-traded financial instruments;
- (ii) bonds and debt financing instruments in the interbank and exchange markets, such as government bonds, financial bonds, local government bonds, central bank bills, interbank depository receipts, short-term financing bills, ultra-short-term financing bills, medium-term bills, enterprise bonds, corporate bonds, non-publicly oriented debt financing instruments, project revenue bonds, project revenue bills, asset-backed securities, subordinated bonds, convertible bonds, exchangeable bonds, and other fixed-income investment instruments;
- (iii) debt assets that meet regulatory requirements;
- (iv) treasury bond futures, interest rate swaps, credit risk mitigation instruments, bond lending, etc. for hedging purposes;
- (v) public funds, asset management schemes of fund companies or subsidiaries, asset management schemes of securities companies, insurance asset management schemes and trust schemes, etc. that meet the regulatory requirements for investing in the above assets; and

- (vi) other assets that do not pose a higher risk than the foregoing.
- Risk rating : R2 (medium-low risk)
- Term of investment : The product is open for application for redemption by Lisheng Pharmaceutical for a specified period every three months, and the redemption will take effect on the last working day of the aforesaid period if an application for redemption is submitted during the aforesaid period. Therefore, the term of investment of the product is subject to the time of redemption of Lisheng Pharmaceutical.
- Expected annualized return : 2.2%
- Right of early termination and early redemption : Lisheng Pharmaceutical has no right of early termination or early redemption of the product.
- CIB Wealth Management has the right but not an obligation to terminate the product early if any of the following circumstances occurs:
- (i) the wealth management product cannot continue to operate due to force majeure;
 - (ii) in the event of severe market fluctuations or abnormal risk events that cause significant volatility in the revenue of wealth management products or seriously affect the assets of wealth management products;
 - (iii) the remaining assets of the wealth management products cannot meet the requirements of relevant laws and regulations, the demands of the invested market, or the agreements stipulated in related legal documents due to reasons such as the investor's funds being seized by authorized authorities, or the continuation of these products cannot achieve the investment objectives;
 - (iv) the product cannot continue to operate due to reasons such as the relevant investment management institution being dissolved, bankrupt, revoked, or having its business qualifications cancelled, resulting in an inability to fulfil its corresponding responsibilities;
 - (v) the product is prematurely terminated due to actions taken by the relevant investment management institution or a third party utilizing the investment funds that comply with legal regulations or the agreements outlined in related documents;
 - (vi) due to changes in laws and regulations, adjustments in national financial policies, or the implementation of emergency measures affecting the normal operation of deposit products;
 - (vii) partial or full early repayment of the invested assets;

- (viii) early termination of the product is more beneficial for protecting the rights and interests of the subscriber than maintaining its operation;
- (ix) other circumstances as prescribed by laws and regulations or determined by regulatory authorities.

Other than the relevant Subscriptions under the Previous Industrial Bank Wealth Management Agreements and the New Subscription, as at the date of this announcement, Lisheng Pharmaceutical has not held any other fixed income investment products with CIB Wealth Management or Industrial Bank which has not been redeemed.

REASONS FOR AND BENEFITS OF ENTERING INTO THE 9TH INDUSTRIAL BANK WEALTH MANAGEMENT AGREEMENT

The New Subscription is considered to have low risk exposure and are in line with the internal risk management, treasury management and investment policies of the Group. The New Subscription was made for treasury management purpose to provide with a better return on the idle funds of Lisheng Pharmaceutical and was conducted on the premises that such investment would not affect its working capital or its business operations. Given that the New Subscription will enable Lisheng Pharmaceutical to earn a more attractive rate of return than demand deposits or time deposits generally offered by commercial banks in the PRC, the investment return in connection with the New Subscription would increase the Group's earnings.

The Directors are of the view that the terms and conditions of the 9th Industrial Bank Wealth Management Agreement are based on normal commercial terms and are fair and reasonable and the transactions contemplated thereunder are in the best interests of the Group and the Shareholders as a whole.

INFORMATION ON THE PARTIES

The principal activity of the Company is investment holding. The principal activities of the Group are (i) utilities including supply of electricity, water and heat and thermal power; (ii) pharmaceutical including manufacture and sale of chemical drugs, and research and development of new medicine technology and new products, as well as design, manufacture and printing for pharmaceutical packaging and sale of other paper-based packaging materials; (iii) hotel; (iv) electrical and mechanical including the manufacture and sale of hydroelectric equipment and large scale pump units; and (v) strategic and other investments including investments in associates which are principally engaged in the manufacture and sale of elevators and escalators and provision of port services in Tianjin.

Lisheng Pharmaceutical and its subsidiaries are principally engaged in the manufacturing and sale of chemical drugs in the PRC. As at the date of this announcement, the Company has an effective interest of approximately 34.11% of the issued share capital of Lisheng Pharmaceutical.

Industrial Bank is a licensed bank incorporated in the PRC with limited liability, the A shares of which are listed on the Shanghai Stock Exchange (Stock Code: 601166). Its principal businesses include the provision of corporate and personal services, investment banking, asset management, brokerage as well as other financial services.

CIB Wealth Management is a company incorporated in the PRC with limited liability and a wholly-owned subsidiary of Industrial Bank. CIB Wealth Management is established with the approval of China Banking and Insurance Regulatory Commission. Its business scope mainly covers issuing wealth management products to the public and investing and managing the investors' assets as trustee, issuing wealth management products to qualified investors and investing and managing the investors' assets as trustee, and financial advisory and consulting services, etc.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiry, Industrial Bank, CIB Wealth Management, and their ultimate beneficial owner(s) are third parties independent from each of the Company and its connected persons.

LISTING RULES IMPLICATIONS

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As one of the applicable percentage ratios calculated in accordance with Rule 14.07 of the Listing Rules in respect of the New Subscription, when aggregated with the Previous Subscriptions, exceeds 5% but is less than 25%, the New Subscription constitutes a discloseable transaction of the Company and are subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

DEFINITIONS

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

“2nd Industrial Bank Wealth Management Agreement”	the wealth management agreement entered into between Lisheng Pharmaceutical, CIB Wealth Management and Industrial Bank on 7 May 2025 for a subscription of a fixed income investment product in the principal amount of RMB10,000,000, details of which are set out in the announcement of the Company dated 11 June 2025
“3rd Industrial Bank Wealth Management Agreement”	the wealth management agreement entered into between Lisheng Pharmaceutical and Industrial Bank on 7 May 2025 for a subscription of a structured deposit in the principal amount of RMB10,000,000, details of which are set out in the announcement of the Company dated 11 June 2025
“4th Industrial Bank Wealth Management Agreement”	the wealth management agreement entered into between Lisheng Pharmaceutical and Industrial Bank on 7 May 2025 for a subscription of a structured deposit in the principal amount of RMB10,000,000, details of which are set out in the announcement of the Company dated 11 June 2025
“5th Industrial Bank Wealth Management Agreement”	the wealth management agreement entered into between Lisheng Pharmaceutical and Industrial Bank on 29 May 2025 for a subscription of a structured deposit in the principal amount of RMB35,000,000, details of which are set out in the announcement of the Company dated 11 June 2025
“6th Industrial Bank Wealth Management Agreement”	the wealth management agreement entered into between Lisheng Pharmaceutical and Industrial Bank on 11 June 2025 for a subscription of a structure deposit in the principal amount of RMB50,000,000, details of which are set out in the announcement of the Company dated 11 June 2025

“7th Industrial Bank Wealth Management Agreement”	the wealth management agreement entered into between Lisheng Pharmaceutical and CIB Wealth Management on 11 June 2025 for a subscription of a fixed income investment product in the principal amount of RMB10,000,000, details of which are set out in the announcement of the Company dated 11 June 2025
“8th Industrial Bank Wealth Management Agreement”	the wealth management agreement entered into between Lisheng Pharmaceutical and CIB Wealth Management on 11 June 2025 for a subscription of a fixed income investment product in the principal amount of RMB40,000,000, details of which are set out in the announcement of the Company dated 11 June 2025
“9th Industrial Bank Wealth Management Agreement”	the wealth management agreement entered into between Lisheng Pharmaceutical, CIB Wealth Management and Industrial Bank on 19 June 2025, details of which are described in the section headed “Principal Terms of the 9th Industrial Bank Wealth Management Agreement” in this announcement
“Board”	the board of Directors
“CIB Wealth Management”	CIB Wealth Management Co., Ltd. (興銀理財有限責任公司), a company incorporated in the PRC with limited liability and a wholly-owned subsidiary of Industrial Bank
“Company”	Tianjin Development Holdings Limited (天津發展控股有限公司), a company incorporated in Hong Kong with limited liability and the shares of which are listed on the Stock Exchange (Stock Code: 882)
“Directors”	the directors of the Company
“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
“Industrial Bank”	Industrial Bank Co., Ltd. (興業銀行股份有限公司), a licensed bank incorporated in the PRC with limited liability, the A shares of which are listed on the Shanghai Stock Exchange (Stock Code: 601166)
“Lisheng Pharmaceutical”	Tianjin Lisheng Pharmaceutical Co., Ltd. (天津力生製藥股份有限公司), a joint stock limited company established under the laws of the PRC and an indirect non-wholly owned subsidiary of the Company, which is listed on the A Shares Market of the Shenzhen Stock Exchange (Stock Code: 002393). As at the date of this announcement, the Company indirectly holds approximately 34.11% of the issued share capital of Lisheng Pharmaceutical

“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“New Subscription”	the subscription of the wealth management product by Lisheng Pharmaceutical pursuant to the 9th Industrial Bank Wealth Management Agreement
“PRC”	the People’s Republic of China (for the purpose of this announcement, excluding Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan)
“Previous Industrial Bank Wealth Management Agreements”	collectively, the 3rd Industrial Bank Wealth Management Agreement, the 4th Industrial Bank Wealth Management Agreement, the 5th Industrial Bank Wealth Management Agreement, the 6th Industrial Bank Wealth Management Agreement, the 7th Industrial Bank Wealth Management Agreement, and the 8th Industrial Bank Wealth Management Agreement
“Previous Subscriptions”	the subscriptions of the investment products by Lisheng Pharmaceutical under the Previous Industrial Bank Wealth Management Agreements
“RMB”	Renminbi, the lawful currency of the PRC
“Shareholder(s)”	holder(s) of share(s) in the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Subscriptions”	collectively, the Previous Subscriptions and the New Subscription
“%”	per cent

English names of the PRC established companies/entities in this announcement are only translations of their official Chinese names. In case of inconsistency, the Chinese names prevail.

In this announcement, RMB has been converted to HK\$ at the rate of RMB0.92 = HK\$1.00 for illustration purpose only. No representation is made that any amounts in RMB or HK\$ have been, could have been or could be converted at the above rate or at any other rates or at all.

By Order of the Board
Tianjin Development Holdings Limited
Teng Fei
Chairman and Executive Director

Hong Kong, 19 June 2025

As at the date of this announcement, the Board of the Company consists of Mr. Teng Fei, Dr. Zhai Xinxiang, Mr. Xia Binhui, Mr. Sun Lijun, Ms. Ng Yi Kum, Estella**, Mr. Wong Shiu Hoi, Peter**, Mr. Lau Ka Keung** and Mr. Sin Hendrick**.*

* *non-executive director*

** *independent non-executive director*