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AMBER HILL FINANCIAL HOLDINGS LIMITED

安山金控股份有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 33)

INSIDE INFORMATION FULLY EXEMPT CONNECTED TRANSACTION RELATING TO RECEIVING FINANCIAL ASSISTANCE

This announcement is made by Amber Hill Financial Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09(2) of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

RECEIVING FINANCIAL ASSISTANCE

The board (the “**Board**”) of directors (the “**Directors**”) announces that on 19 November 2021, the Company entered into a revolving loan agreement (the “**Loan Agreement**”) with Neo Tech Inc. (“**Neo Tech**”). Neo Tech is the immediate controlling shareholder of the Company and is wholly and beneficially owned by Dr. Ng Yu (“**Dr. Ng**”), the Chairman and an executive Director of the Company. Pursuant to the Loan Agreement, Neo Tech agreed to provide a revolving loan up to the principal amount of US\$200,000,000 (which is equivalent to approximately HK\$1,550,000,000) (the “**Loan**”) to the Company for a term of 12 months effective from the date of the Loan Agreement. The Loan is unsecured, interest-free and repayable on demand. As at the date of this announcement, the Company has drawn down a total of approximately US\$161,000,000 (which is equivalent to approximately HK\$1,247,750,000) of the Loan.

The Board is of the view that the Loan would enable the Group to strengthen its working capital base and enhance its financial position. The Board also considers that the grant of the Loan demonstrates the endorsement, confidence and support of Dr. Ng in the development of the Group.

IMPLICATIONS UNDER THE LISTING RULES IN RESPECT OF THE LOAN

As at the effective date of the Loan Agreement, Neo Tech is the immediate controlling shareholder and holds approximately 72.74% of the shareholding of the Company, and hence is a connected person of the Company pursuant to the Listing Rules. As such, the Loan constituted a connected transaction for the Company under Chapter 14A of the Listing Rules. According to Rule 14A.90 of the Listing Rule, such financial assistance received by the Group is fully exempt from the reporting, announcement and independent shareholders' approval requirements under Chapter 14A of the Listing Rules as the Board considers that it is conducted on normal commercial terms or better and it is not secured by the assets of the Group.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

By order of the Board
Amber Hill Financial Holdings Limited
Dr. Ng Yu
Chairman & Executive Director

Hong Kong, 19 November 2021

As at the date of this announcement, (i) the executive Directors of the Company are Dr. Ng Yu and Mr. Lin Feng; (ii) the non-executive Director of the Company is Mr. Dai Chengyan; and (iii) the independent non-executive Directors of the Company are Mr. Anthony Espina, Mr. Wang Jun Sheng and Mr. Lo Hang Fong.