

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



**南旋控股有限公司**  
**NAMESON HOLDINGS LIMITED**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1982)**

**ANNOUNCEMENT PURSUANT TO  
RULE 13.18 OF THE LISTING RULES**

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 FACILITY LETTER**

The board of directors (the “**Board**”) of Nameson Holdings Limited (the “**Company**”) announces that on 15 December 2022, the Company as borrower and a bank as lender (the “**Lender**”) entered into a facility letter (the “**Facility Letter**”) relating to a three-year term loan facility of up to HK\$130,000,000.

**REQUIREMENTS RELATING TO SHAREHOLDING OF MR. WONG TING CHUNG  
AND HIS FAMILY MEMBERS**

Pursuant to the Facility Letter, the Company has undertaken to ensure that Mr. Wong Ting Chung or his family members are and will remain as the majority ultimate beneficial owner holding not less than 50% of all issued share capital of the Company with management control in the Company.

As at the date of this announcement, (i) Mr. Wong Ting Chung is the beneficial owner of 200,000,000 shares of the Company; and (ii) as beneficiaries of Happy Family Trust, each of Mr. Wong Ting Chung, Mr. Wong Ting Chun and Mr. Wong Ting Kau is deemed to be interested in 1,500,000,000 shares of the Company held by Nameson Investments Limited, a wholly-owned subsidiary of Happy Family Assets Limited, whose entire issued share capital is held by the trustee of Happy Family Trust. Therefore, as at the date of this announcement, Mr. Wong Ting Chung, Mr. Wong Ting Chun and Mr. Wong Ting Kau collectively hold, direct or indirectly, approximately 74.6% of the issued share capital of the Company.

A breach of the above specific performance obligations will constitute an event of default under the Facility Letter and upon which the Lender may at any time declare that all accrued interest and any other sums payable under the Facility Letter shall be immediately due and payable.

The Company will, in compliance with Rule 13.21 of the Listing Rules, include appropriate disclosure in its interim and annual reports for so long as circumstances giving rise to the disclosure obligation under Rule 13.18 of the Listing Rules continue to exist.

By order of the Board of  
**Nameson Holdings Limited**  
**Mr. Wong Wai Yue**  
*Chairman*

15 December 2022

*As at the date of this announcement, the Board comprises Mr. Wong Wai Yue (Chairman), Mr. Man Yu Hin (Chief executive officer), Mr. Wong Ting Chun and Mr. Li Po Sing, as executive directors of the Company; and Ms. Fan Chiu Fun, Fanny GBM, GBS, JP, Mr. Kan Chung Nin, Tony SBS, JP, Mr. Fan Chun Wah, Andrew JP and Mr. Ip Shu Kwan, Stephen GBS, JP, as independent non-executive directors of the Company.*