

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.



天安中國投資有限公司

TIAN AN CHINA INVESTMENTS COMPANY LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 28)

ANNOUNCEMENT PURSUANT TO RULE 14.36 OF THE LISTING RULES

References are made to the 2020 Announcement in relation to the Join View Loan and the announcements of Tian An China Investments Company Limited (the “**Company**”) dated 23rd June, 2023 and 5th July, 2023 (the “**2023 Announcements**”) in relation to, among others, the Letter of Agreements and the securities for the Join View Loan. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the 2023 Announcements.

NEW SECURITIES FOR THE JOIN VIEW LOAN

Pursuant to the Letter of Agreements, each Undertaking Party undertakes that upon the completion of the Restoration, he/she/it shall procure the relevant security providers to provide additional securities in favour of Join View.

Following the restoration of Virlicen, being one of the Struck-off Companies, to the BVI Register, on 14th August, 2023, (i) China View (as mortgagor) and Join View (as lender) entered into a second priority share mortgage (the “**Second Share Mortgage (Virlicen)**”), whereby China View charges all the shares of Virlicen held by it to Join View by way of second fixed mortgage; and (ii) China View (as assignor), Join View (as lender) and Virlicen entered into a second priority deed of assignment (the “**Second Deed of Assignment (Virlicen)**”), whereby China View assigns to Join View the loan owed by Virlicen to China View.

The Second Share Mortgage (Virlicen) and the Second Deed of Assignment (Virlicen) are additional to the existing securities of the Join View Loan comprising (i) a personal guarantee by Mr. SC Wong; (ii) the Second Share Mortgage (Claude); (iii) the Debenture; and (iv) the Guarantee.

REASONS FOR AND BENEFITS OF THE SECOND SHARE MORTGAGE (VIRLICEN) AND THE SECOND DEED OF ASSIGNMENT (VIRLICEN)

The Directors are of the view that the Second Share Mortgage (Virlicen) and the Second Deed of Assignment (Virlicen) offer extra safeguards to the Group, and accordingly, consider the Second Share Mortgage (Virlicen) and the Second Deed of Assignment (Virlicen) are fair and reasonable, and in the interests of the Company and its shareholders as a whole.

LISTING RULES IMPLICATIONS

This announcement is made by the Company pursuant to Rule 14.36 of the Listing Rules, as the entering into of the Second Share Mortgage (Virlicen) and the Second Deed of Assignment (Virlicen) constitutes a variation to the terms of the transaction previously announced under the 2020 Announcement and the 2023 Announcements.

On behalf of the Board
Tian An China Investments Company Limited
Tao Tsan Sang
Executive Director

Hong Kong, 14th August, 2023

As at the date of this announcement, the Board comprises Mr. Song Zengbin (Deputy Chairman), Mr. Patrick Lee Seng Wei (Managing Director), Mr. Edwin Lo King Yau and Mr. Tao Tsan Sang being the Executive Directors; Mr. Lee Seng Hui (Chairman) and Dr. Moses Cheng Mo Chi being the Non-Executive Directors; and Mr. Francis J. Chang Chu Fai, Mr. Jiang Guofang, Mr. Jin Hui Zhi, Mr. Ngai Wah Sang and Ms. Lisa Yang Lai Sum being the Independent Non-Executive Directors.