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## **THEME INTERNATIONAL HOLDINGS LIMITED**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 990)**

### **VOLUNTARY ANNOUNCEMENT IN RELATION TO ACQUISITION OF 60% EQUITY INTEREST OF THE TARGET**

This announcement is made by Theme International Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) on a voluntary basis to inform the shareholders and potential investors of the Company of the latest information in relation to the business development of the Company.

#### **THE ACQUISITION**

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that on 28 July 2021 (after trading hours), 競點 (福建) 國際貿易有限公司 (Jingdian (Fujian) International Trade Co., Ltd.\*) (“**Jingdian (Fujian)**”), an indirect wholly-owned subsidiary of the Company, entered into a share transfer agreement (the “**Share Transfer Agreement**”) with 王豐奇 (Wang Fengqi) (“**Seller**”), pursuant to which, the Seller has agreed to sell, and Jingdian (Fujian) has agreed to acquire, 60% of the entire issued share capital in 大鵬礦業有限公司 (Dapeng Mining Co., Ltd.\*) (the “**Target**”), at a consideration of RMB60 million in accordance with the terms and conditions of the Share Transfer Agreement (the “**Acquisition**”).

To the best of the Directors’ knowledge, information and belief, having made all reasonable enquiries, the Seller is a third party independent of the Company and its connected persons (as defined under The Rules of Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

Completion of the Acquisition shall take place upon the completion of the relevant People’s Republic of China (the “**PRC**”) regulatory filing and registration procedures in relation to the Acquisition.

## INFORMATION OF THE TARGET

The Target is a company established in the PRC with limited liability and is principally engaged in separation processing, primary processing and sales of mineral products and commodities such as iron ore.

## REASONS FOR AND BENEFIT OF THE ACQUISITION

The Group is principally engaged in (i) trading and processing of bulk commodities and related products in Hong Kong, Singapore and the PRC; and (ii) provisions of securities and derivatives financial services, margin financing and fund management, etc in Hong Kong and Singapore.

Other than focusing on its existing businesses, the Group has been exploring viable investment opportunities from time to time to diversify its business and broaden its source of revenue to ensure sustainable growth, especially in the PRC, where the demand for bulk commodities continues to be high with abundant opportunity for business growth. The Acquisition is a good opportunity for the Company to expand its commodities-related business in the PRC.

The Board is of the view that the terms of the Acquisition are fair, reasonable and in the best interests of the Company and its shareholders as a whole.

## LISTING RULES IMPLICATIONS

As all of the relevant applicable percentage ratios (as defined in the Listing Rules) in respect of the Acquisition are less than 5%, the Acquisition does not constitute a discloseable transaction of the Company under Chapter 14 of the Listing Rules.

By Order of the Board  
**Theme International Holdings Limited**  
**Wu Lei**  
*Executive Director*

Hong Kong, 28 July 2021

*As at the date of this announcement, there are (i) three Executive Directors, namely Mr. Jiang Jiang, Mr. Wu Lei and Ms. Chen Jing; (ii) three Non-executive Directors, namely Mr. Ding Lin, Mr. Wang Zhenhui and Mr. Kang Jian; and (iii) three Independent Non-executive Directors, namely Mr. Liu Song, Mr. Chan Chi Ming, Tony and Mr. Wu Shiming.*

\* *For identification purposes only*