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Sino Splendid Holdings Limited

中國華泰瑞銀控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8006)

DISCLOSEABLE TRANSACTION ACQUISITIONS OF LISTED SECURITIES

The Board announces that in a series of transactions conducted on 6 August 2021, the Group acquired 100,000 Shan Xi Hua Yang Group New Energy Co. Ltd Shares (Shanghai A Shares) on the open market at a total consideration of approximately HK\$1,163,000 (excluding stamp duty and related expenses).

As certain applicable percentage ratios (as defined under the GEM Listing Rules) in respect of the Acquisitions exceed 5% but less than 25%, the Acquisitions constitute a disclosable transaction on the part of the Company under Chapter 19 of the GEM Listing Rules.

THE ACQUISITIONS

On 6 August 2021, the Group, through its wholly owned subsidiary, acquired 100,000 Shan Xi Hua Yang Group New Energy Co. Ltd Shares (Shanghai A Shares) on the open market at a total consideration of approximately HK\$1,163,000 (excluding stamp duty and related expenses), at an average price of HK\$11.63 per Acquired Share (excluding stamp duty and related expenses). The total consideration of approximately HK\$1,163,000 (excluding stamp duty and related expenses) has been financed by the Group's existing financial resources.

As the Acquisitions were conducted in the open market, the identities of the sellers of the Acquired Shares cannot be ascertained. To the best knowledge, information and belief of the Directors and having made all reasonable enquiries, the sellers of the Acquired Shares and their respective beneficial owner(s) are Independent Third Parties.

The Acquired Shares represent approximately 0.004% of the total issued shares of Shan Xi Hua Yang Group New Energy Co. Ltd as at the date of this announcement.

ASSETS ACQUIRED

During the period from 4 August 2021 to 6 August 2021 (both dates inclusive), the Group, acquired a total of 403,219 Shan Xi Hua Yang Group New Energy Co. Ltd Shares at an average price of approximately HK\$11.42 per Shan Xi Hua Yang Group New Energy Co. Ltd Shares for an aggregate consideration of approximately HK\$4,605,000 (exclusive of transaction costs). Immediately before the Acquisition, the Group held 303,219 Shan Xi Hua Yang Group New Energy Co. Ltd Shares.

Immediately upon settlement of the Acquisition of the Shan Xi Hua Yang Group New Energy Co. Ltd Shares, the Group will hold an aggregate of 403,219 Shan Xi Hua Yang Group New Energy Co. Ltd Shares, representing approximately 0.016% of the issued share capital of Shan Xi Hua Yang Group New Energy Co. Ltd as at the date of this announcement.

CONSIDERATION

The aggregate consideration for the Acquisitions was approximately HK\$4,605,000 (exclusive of transaction costs). As the Acquisitions were conducted on the open market, the price of each trade represented the market price of the Shan Xi Hua Yang Group New Energy Co. Ltd Shares at the relevant time of the Acquisitions.

The consideration of the Acquisitions has been funded by the Group's internal resources.

PREVIOUS ACQUISITION OF SHAN XI HUA YANG GROUP NEW ENERGY CO. LTD SHARES

Reference is made to the announcements of the Company dated 4 August and 6 August, 2021, the Group, through its wholly owned subsidiary conducted a series of on-market transactions on the Shanghai Stock Exchange, immediately before the Acquisition, the Group is the holder of an aggregate of 303,219 Shan Xi Hua Yang Group New Energy Co. Ltd Shares for an aggregate consideration of approximately HK\$3,442,000 (exclusive of transaction costs).

The 403,219 Shan Xi Hua Yang Group New Energy Co. Ltd Shares have been accounted for as financial assets at fair value through profit or loss in the consolidated financial statements of the Group and the Previous Acquisition was financed by the Group using internal resources.

INFORMATION ON SHAN XI HUA YANG GROUP NEW ENERGY CO. LTD

Shan Xi Hua Yang Group New Energy Co. Ltd. engages in the production and distribution of anthracite coal. It operates through the following divisions: Washed Lump Coal, Washed Fine Coal, Washed Slack Coal, Coal Slime, Power Supply and Heating Supply. The Washed Lump Coal division processes and washes raw coal of impurities such as rock and soil. The Washed Fine Coal division manufactures cleaned coal used in the metallurgical industry and blast furnace. The Washed Slack Coal division prepares and cleans smaller-sized bituminous coals. The Coal Slime division offers product-mixtures of crushed coal and water. The Power Supply division generates electric energy from coal. The Heating Supply division provides heat to residential, public, and industrial customers. The company was founded on December 30, 1999 and is headquartered in Yangquan, China.

Set out below is a summary of certain audited consolidated financial information of Shan Xi Hua Yang Group New Energy Co. Ltd. for the two financial years ended 31 December 2020 and 2019 respectively as extracted from the annual report of Shan Xi Hua Yang Group New Energy Co. Ltd. for the year ended 31 December 2020 (the “2020 Annual Report of Shan Xi Hua Yang Group New Energy Co. Ltd.”):

	Year ended	
	31 December 2020	31 December 2019
	<i>RMB'Million</i>	<i>RMB'Million</i>
Revenue	31,181	32,658
EBITDA (earnings before interest expenses and other finance costs, taxation, depreciation and amortization)	3,938	4,708
Profit before income tax	1,943	2,306
Profit attributable to owners of Shan Xi Hua Yang Group New Energy Co. Ltd.	<u>1,505</u>	<u>1,701</u>

Based on the 2020 Annual Report of Shan Xi Hua Yang Group New Energy Co. Ltd., the company has an audited net asset value of approximately RMB23,684 million as at 31 December 2020 and approximately RMB23,089 million as at 31 December 2019.

REASONS FOR AND BENEFITS FOR THE ACQUISITIONS

The principal activity of the Company is investment holding. The subsidiaries of the Company are principally engaged in (i) travel media operations with provision of advertising services through the internet and travel magazines, event organizing services and magazine publication; (ii) provision of contents and advertising services in a well-known financial magazine and other media business; (iii) investment in securities; (iv) money lending and (v) virtual reality business.

The Company considered that the financial performance of the Shan Xi Hua Yang Group New Energy Co. Ltd. and the low interest rate environment in Hong Kong that the Company considered the Acquisition presented a good opportunity for the Group to utilize its available capital for to generate returns in fulfilling its investment objective.

As the Acquisitions were made at market price and on the open market, the Directors considered that the terms of the Acquisitions are fair and reasonable, on normal commercial terms and in the interests of the Company and its shareholders as a whole.

IMPLICATIONS UNDER THE LISTING RULES

As certain applicable percentage ratios (as defined under the GEM Listing Rules) in respect of the Acquisitions exceed 5% but less than 25%, the Acquisitions constitute a disclosable transaction on the part of the Company under Chapter 19 of the GEM Listing Rules.

DEFINITIONS

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

“Acquired Share(s)”	A total of 403,219 Shan Xi Hua Yang Group New Energy Co. Ltd. Shares, representing approximately 0.016% of the entire issued share capital of Shan Xi Hua Yang Group New Energy Co. Ltd. as at the date of this announcement
“Acquisitions”	the acquisitions of the Acquired Shares by the Group on the Shanghai Stock Exchange
“Board”	the board of Directors
“Company”	Sino Splendid Holdings Limited, a company incorporated in the Cayman Islands with limited liability and the issued Shares of which are listed on GEM of the Stock Exchange
“Director(s)”	director(s) of the Company

“GEM Listing Rules”	The Rules Governing the Listing of Securities on GEM of the Stock Exchange
“Group”	the Company and its subsidiaries
“Hong Kong”	Hong Kong Special Administrative Region of the People’s Republic of China
“Independent Third Party(ies)”	third party(ies) independent of and not connected with the Company and its connected persons and is not acting in concert (as defined in the Codes on Takeovers and Mergers and Share Buy-backs) with any of the connected persons of the Company or any of their respective associates (as defined under the GEM Listing Rules)
“Previous Acquisition Of Shan Xi Hua Yang Group New Energy Co. Ltd. Shares”	the acquisition of an aggregate of 303,219 Shan Xi Hua Yang Group New Energy Co. Ltd. Shares for an aggregate consideration of approximately HK\$3,442,000 (exclusive of transaction costs) in a series of on market transactions conducted on the Shanghai Stock Exchange during 4 August to 6 August 2021
“Shan Xi Hua Yang Group New Energy Co. Ltd.”	Shan Xi Hua Yang Group New Energy Co. Ltd., a limited company incorporated in the People’s Republic of China with limited liability whose issued shares are listed on the Shanghai Stock Exchange (stock code: 600348.SH)
“Shan Xi Hua Yang Group New Energy Co. Ltd. Group”	Shan Xi Hua Yang Group New Energy Co. Ltd. and its subsidiaries
“Shan Xi Hua Yang Group New Energy Co. Ltd. Shares”	Ordinary shares in the share capital of Shan Xi Hua Yang Group New Energy Co. Ltd.

“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“RMB”	Renminbi, the lawful currency of of the People’s Republic of China
“%”	per cent.

By Order of the Board
Sino Splendid Holdings Limited
Chow Chi Wa
Executive Director

Hong Kong, 6 August 2021

As at the date of this announcement, the Board comprises Mr. Chow Chi Wa, Mr. Wang Tao and Mr. Yang Xingan as executive Directors; Ms. Yang Shuyan, Ms. Wang Qingling and Ms. Lee Yim Wah as independent non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the GEM website at www.hkgem.com on the “Latest Company Announcements” page for at least 7 days from the date of its posting and on the website of the Company at www.sinosplendid.com.