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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 5 November 2021, the Group acquired 280,000 Guangzhou Automobile Group Co., Ltd. Shares (Shanghai A Shares) on the open market at a total consideration of approximately HK\$6,068,000 (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 5 November 2021, the Group, through its wholly owned subsidiary, acquired 280,000 Guangzhou Automobile Group Co., Ltd. Shares (Shanghai A Shares) on the open market at a total consideration of approximately HK\$6,068,000 (excluding stamp duty and related expenses), at an average price of HK\$21.67 per Acquired Share (excluding stamp duty and related expenses). The total consideration of approximately HK\$6,068,000 (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 0.0027% of the total issued shares of Guangzhou Automobile Group Co. Ltd. as at the date of this announcement.

INFORMATION ON GUANGZHOU AUTOMOBILE GROUP CO., LTD

Guangzhou Automobile Group Co. Ltd. engages in the research and development, manufacturing, sales and after-sales services of passenger vehicles, commercial vehicles, motorcycles and auto parts. The company's business activities include the import and export of automobile-related products, automobile leasing, disassembling, and automobile credit. It also engages in the provision of logistics services, finance leasing, commercial factoring, renewable resources, insurance, insurance brokerage services, and equity investment. The company operates in five segments: Research & Development, Manufacture of Vehicles & Motorcycles, Parts & Components, Commercial Services and Financial Services. The Research & Development segment is mainly responsible for the groups general development plan of new products and new technology, as well as implementation of material R&D projects. The Manufacturer of Vehicles and Motorcycles segment products include GAC Mitsubishi ASX, Pajero, Outlander, Toyota Camry, Highlander, Yaris L, E'Z, Levin, standard motorcycles, sport bikes and scooters. The Parts and Components segment operates through its subsidiary and its controlling, investee companies and associated companies and Tong Fang Logistics in the upstream and downstream of the automobile industrial chain. The Parts and components segment includes engines, gearboxes, car seats, HVAC systems, auto lamps, automation accessories, redirectors, shock absorbers and accessories. The Financial segment provides financial investment, insurance, insurance broker, financial lease, automobile credit, and other related services. The company was founded on June 6, 1997 and is headquartered in Guangzhou, China.

Set out below is a summary of certain audited consolidated financial information of Guangzhou Automobile Group Co., Ltd. for the two financial years ended 31 December 2020 and 2019 respectively as extracted from the annual report of Guangzhou Automobile Group Co., Ltd. for the year ended 31 December 2020 (the "2020 Annual Report of Guangzhou Automobile Group Co., Ltd."):

	Year ended	
	31 December 2020	31 December 2019
	<i>RMB'Million</i>	<i>RMB'Million</i>
Revenue	63,157	59,704
EBITDA (earnings before interest expenses and other finance costs, taxation, depreciation and amortization)	2,060	2,102
Profit before income tax	5,695	6,294
Profit attributable to owners of Guangzhou Automobile Group Co., Ltd.	5,966	6,618

Based on the 2020 Annual Report of Guangzhou Automobile Group Co., Ltd., the company has an audited net asset value of approximately RMB84,375 million as at 31 December 2020 and approximately RMB80,188 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 Guangzhou Automobile Group 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 280,000 Guangzhou Automobile Group Co., Ltd. Shares, representing approximately 0.0027% of the entire issued share capital of Guangzhou Automobile Group 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
“Guangzhou Automobile Group Co., Ltd.”	Guangzhou Automobile Group 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: 601238.SH)
“Guangzhou Automobile Group Co., Ltd. Group”	Guangzhou Automobile Group Co., Ltd. and its subsidiaries
“Guangzhou Automobile Group Co., Ltd. Shares”	ordinary shares in the share capital of Guangzhou Automobile Group Co., Ltd.
“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)
“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, 5 November 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.