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TEMPUS

騰邦控股

TEMPUS HOLDINGS LIMITED

騰邦控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 06880)

INSIDE INFORMATION ANNOUNCEMENT IN RELATION TO

(1) PROPOSED FUNDRAISING;

(2) APPOINTMENT OF LEGAL ADVISOR; AND

(3) CONTINUED SUSPENSION OF TRADING

This announcement is made by Tempus Holdings Limited (the “**Company**”); together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the inside information provisions (the “**Inside Information Provisions**”) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

References are made to: (i) the announcement of the Company dated 20 June 2023 in relation to the Petition; and (ii) the announcement of the Company dated 11 July 2023 in relation to, inter alia, quarterly update on the Company’s resumption progress and update information on, amongst other things, the Petition (collectively the “**Announcements**”). Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

PROPOSED FUNDRAISING

As disclosed in the announcement of the Company dated 20 June 2023, the Company received the Petition dated 16 June 2023 filed by the solicitors of the CBs Holder against the Company. It remains the intention of the Company, as stated in the Announcements, to resolutely oppose the Petition whilst pursuing negotiation with the CBs Holder with the aim of reaching an amicable settlement in respect of the Petition.

With a view to facilitating the negotiations between the Company and the CBs Holder and arriving at a mutually agreeable settlement solution, the Company has been actively considering and exploring fundraising plans for the purpose of securing funds to be applied towards satisfaction of the Company's outstanding debts and liabilities and/or replenishment of the working capital of the Group (the "**Proposed Fundraising**"). It is presently contemplated that the Proposed Fundraising will involve the subscription by suitable investor(s) for shares and/or other equity, debt and/or convertible securities to be issued by the Company, as well as potential capital reorganisation in connection therewith, subject to prior consultation with and approval of the Stock Exchange.

Further announcement(s) will be made by the Company to inform Shareholders and potential investors of material developments in relation to the Proposed Fundraising as and when appropriate.

APPOINTMENT OF LEGAL ADVISOR

The Board announces that the Company has appointed HYA to act as its legal advisor in relation to the Proposed Fundraising. HYA will provide advice and other legal and regulatory support to the Company in devising and implementing the Company's plans for the Proposed Fundraising as well as in the negotiations with suitable investor(s) and consultations with the Stock Exchange. As disclosed in the announcement of the Company dated 11 July 2023, HYA has also been appointed by the Company to act as its legal representatives in the Winding Up Proceedings.

CONTINUED SUSPENSION OF TRADING

At the request of the Company, trading in the shares of the Company on the Stock Exchange has been suspended since 9:00 a.m. on 3 April 2023 and will remain suspended until further notice.

Shareholders and potential investors are reminded to exercise caution when dealing in the securities of the Company.

By Order of the Board
Tempus Holdings Limited
Zhong Baisheng
Chairman

Hong Kong, 28 July 2023

As at the date of this announcement, the Board comprises four executive Directors, namely Mr. Zhong Yiming, Mr. Yip Chee Lai, Charlie, Mr. Wang Xingyi and Mr. Sun Yifei; one non-executive Director, namely Mr. Zhong Baisheng; and one independent non-executive Director, namely Mr. Li Qi.