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TONGDA HONG TAI HOLDINGS LIMITED

通達宏泰控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2363)

APPLICATIONS FOR THE RIGHTS SHARES AND NUMBER OF UNSUBSCRIBED RIGHTS SHARES SUBJECT TO THE COMPENSATORY ARRANGEMENTS

Reference is made to the prospectus (the “**Prospectus**”) of Tongda Hong Tai Holdings Limited (the “**Company**”) dated 28 March 2024 in relation to the Rights Issue on the basis of two (2) Rights Shares for every one (1) Consolidated Share held on the Record Date. Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the Prospectus.

APPLICATIONS FOR THE RIGHTS SHARES

The Board is pleased to announce that as at 4:00 p.m. on Friday, 19 April 2024, being the Latest Time for Acceptance, a total of 14 valid applications had been received for a total of 64,985,002 Rights Shares, representing approximately 47.73% of the total number of Rights Shares offered under the Rights Issue.

The remaining 71,164,380 Unsubscribed Rights Shares, representing approximately 52.27% of the total number of Rights Shares offered under the Rights Issue, will be subject to the Compensatory Arrangements.

THE COMPENSATORY ARRANGEMENTS

Pursuant to Rule 7.21(1)(b) of the Listing Rules, the Company had made arrangements to dispose of the Unsubscribed Rights Shares by offering the Unsubscribed Rights Shares to investors who (or as the case maybe, their ultimate beneficial owner(s)) are not Shareholders and are otherwise Independent Third Parties for the benefit of the No Action Shareholders.

The Company appointed the Placing Agent to place the Unsubscribed Rights Shares to independent placees on a best efforts basis. The Placing Agent will, on a best efforts basis, procure, by no later than 4:00 p.m. on Thursday, 2 May 2024, placees for all (or as many as possible) of those Unsubscribed Rights Shares at a price at least equal to the Subscription Price. The aggregate of any premiums (being the aggregate amount paid by the placees after deducting the aggregate amount of the Subscription Price for the Unsubscribed Rights Shares placed by the Placing Agent under the Placing Agreement) (the “**Net Gain**”) that is realized will be paid to those No Action Shareholders on a pro-rata basis. If any of the Unsubscribed Rights Shares are not successfully placed out, they will not be issued by the Company and the size of the Rights Issue will be reduced accordingly.

Net Gain (if any) will be paid (without interest) to the No Action Shareholders as set out below on pro-rata basis (but rounded down to the nearest cent):

- A. the relevant Qualifying Shareholders (or such persons who hold any nil-paid rights at the time such nil-paid rights are lapsed) whose nil-paid rights are not validly applied for in full, by reference to the extent that Shares in his/her/its nil-paid rights are not validly applied for; and
- B. the relevant Non-Qualifying Shareholders with reference to their shareholdings in the Company on the Record Date.

If and to the extent in respect of any Net Gain, any No Action Shareholders become entitled on the basis described above to an amount of HK\$100 or more, such amount will be paid to the relevant No Action Shareholder(s) in Hong Kong Dollars only and the Company will retain individual amounts of less than HK\$100 for its own benefit.

An announcement of the results of the Rights Issue is expected to be published on the websites of the Stock Exchange and the Company on Wednesday, 8 May 2024.

By order of the Board
Tongda Hong Tai Holdings Limited
Lee King On Jeff
Executive Director

Hong Kong, 26 April 2024

As at the date of this announcement, the executive Directors are Mr. Wong Ming Li, Mr. Lee King On Jeff, and Mr. Wang Ming Zhi; and the independent non-executive Directors are Mr. Chan Shiu Man, Mr. Wan, Aaron Chi Keung and Mr. Chan Luk On.