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ASIA TELE-NET AND TECHNOLOGY CORPORATION LIMITED

亞洲聯網科技有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 679)

**DISCLOSEABLE TRANSACTION
IN RELATION TO
ACQUISITION OF BONDS**

THE ACQUISITION OF BONDS

The Acquirer, an indirect wholly-owned subsidiary of the Company, has on 25 July 2024 and 26 July 2024 acquired the Bonds with a total nominal value of approximately USD10,000,000.00 at a total consideration of USD10,150,600.00 (equivalent to approximately HK\$79,276,186.00) exclusive of transaction costs.

LISTING RULES IMPLICATIONS

As certain applicable percentage ratio (as defined under the Listing Rules) in respect of the acquisition of Bonds exceeds 5% but less than 25%, the acquisition of Bonds constitutes a discloseable transaction for the Company and is subject to reporting and announcement requirements under Chapter 14 of the Listing Rules.

BOND A

Date	: 25 July 2024
Acquirer	: Process Automation International Limited
Issuer	: HSBC Holdings plc
Issue Type	: Senior unsecured notes
Nominal Value	: USD2,000,000
Maturity Date	: 14 August 2027 if Bond A is not call by the Issuer on 14 August 2026
Coupon Rate	: 5.887% p.a. (payable semi-annually), coupon rate to be reset at SOFR Rate plus 1.57% if Bond A is not call by the Issuer on 14 August 2026
Redemption at maturity	: 100%
Ranking of the Bonds	: The Bond constitutes direct, general and unconditional obligations of the Issuer which will at all times rank pari passu among themselves and at least pari passu with all other present and future unsecured obligations of the Issuer

BOND B

Date	: 26 July 2024
Acquirer	: Process Automation International Limited
Issuer	: HSBC Holdings plc
Issue Type	: Senior unsecured notes
Nominal Value	: USD8,000,000
Maturity Date	: 14 August 2027 if Bond B is not call by the Issuer on 14 August 2026
Coupon Rate	: 5.887% p.a. (payable semi-annually), coupon rate to be reset at SOFR Rate plus 1.57% if Bond B is not call by the Issuer on 14 August 2026
Redemption at maturity	: 100%
Ranking of the Bonds	: The Bond constitutes direct, general and unconditional obligations of the Issuer which will at all times rank pari passu among themselves and at least pari passu with all other present and future unsecured obligations of the Issuer

The considerations for the acquisition of the Bonds shall be satisfied by the internal resources of the Group.

The completion for Bond A and Bond B will be on 29 July 2024.

The acquisition of Bonds were made through the secondary market, the Company is not aware of the identities of the sellers of the Bonds. To the best knowledge, information and belief of the Directors, having made all reasonable enquiries, the sellers of Bonds and their respective ultimate beneficial owners are third parties independent of the Company.

INFORMATION OF THE ISSUER

The Issuer is a company incorporated in England with limited liability, the shares of which are listed on the Main Board of Stock Exchange (Stock Code: 5). The Issuer and its subsidiaries are principally engaged in banking and financial services.

REASONS FOR AND THE BENEFITS OF THE ACQUISITION OF THE BOND

The Company is an investment holding company holding investments in various disciplines with particular strength in electroplating technologies. Its subsidiaries are principally engaged in, amongst others, the design, manufacture and sale of electroplating machines and other automated equipment, property investment, money lending and securities trading.

The Acquirer is an indirect wholly-owned subsidiary of the Company. It is incorporated in Hong Kong with limited liability and is principally engaged in design, manufacturing and sale of electroplating machines.

The acquisition of the Bonds form part of the Group's ordinary course of treasury activities in managing its financial assets. The Bonds offer a better return when compared to fixed-term deposit interest rates offered by commercial banks in Hong Kong. In view of the terms of the Bonds including the acquisition price, the coupon rate, the maturity date, the background of the Issuer, the Directors are of the view that the terms of the Bonds are fair and reasonable and are in the interests of the Company and its Shareholders as a whole.

LISTING RULES IMPLICATIONS

As certain applicable percentage ratio (as defined under the Listing Rules) in respect of the acquisition of the Bonds exceeds 5% but less than 25%, the acquisition of the Bonds constitutes a discloseable transaction for the Company and is subject to reporting and announcement requirements under Chapter 14 of the Listing Rules.

For avoidance of doubt, the acquisition of Bond A on 25 July 2024 did not trigger any reporting requirement under Chapter 14 of the Listing Rules.

DEFINITIONS

In this announcement, the following expressions have the meanings set out below unless the context requires otherwise:

“Acquirer”	means Process Automation International Limited, an indirect wholly-owned subsidiary of the Company, which incorporated in Hong Kong with limited liability and is principally engaged in design, manufacturing and sale of electroplating machines
“Bond A”	means interest bearing instruments of indebtedness issued by HSBC Holdings plc (details of which are disclosed in the content of this announcement”)
“Bond B”	means interest bearing instruments of indebtedness issued by HSBC Holdings plc (details of which are disclosed in the content of this announcement”)
“Bonds”	means Bond A together with Bond B
“Board”	means the board of Directors
“Company”	means Asia Tele-Net and Technology Corporation Limited, a company incorporated under the laws of Bermuda and whose shares are listed on the Stock Exchange
“Director(s)”	means the directors of the Company
“Group”	means the Company together with its subsidiaries
“Hong Kong”	means Hong Kong Special Administrative Region of the People’s Republic of China
“HK\$”	means Hong Kong dollar, the lawful currency of Hong Kong
“Issuer”	means HSBC Holdings plc, a limited company incorporated in the England, the shares of which are listed on the Main Board of the Stock Exchange (stock code: 5)
“Listing Rules”	means the Rules Governing the Listing of Securities on the Stock Exchange
“Ordinary Share(s)”	means ordinary share(s) of HK\$0.01 each in the share capital of the Company
“Shareholders”	means holders of the Ordinary Shares
“SOFR Rate”	means the Secured Overnight Financing Rate which is a benchmark interest rate for USD-denominated derivatives and loans

“Stock Exchange” means The Stock Exchange of Hong Kong Limited

“USD” means United States dollar, the lawful currency of the United States of America.

“%” means per cent.

In this announcement, USD has been converted to HK\$ at the rate of USD 1 = HK\$7.81 for illustration purpose only.

By Order of the Board
Asia Tele-Net and Technology Corporation Limited
Lam Kwok Hing M.H., J.P.
Chairman and Managing Director

Hong Kong, 26 July 2024

As at the date of this announcement, the Executive Directors of the Company are Messrs. Lam Kwok Hing M.H., J.P., Nam Kwok Lun and Yung Wai Ching and the Independent Non-executive Directors are Messrs. Cheung Kin Wai, Ng Chi Kin David and Hong Hui Lung.

** For identification purpose only*