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eprint GROUP LIMITED

eprint 集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1884)

DISCLOSEABLE TRANSACTION EXTENSION OF SHAREHOLDER'S LOAN

INTRODUCTION

Reference is made to the announcements of the Company dated 17 March 2020 and 17 May 2024 (the “**Announcements**”) in relation to, among others, the Capital Injection, the Shareholder’s Loan, the Shareholder Loan Agreement and the Supplemental Shareholder Loan Agreement. Unless otherwise stated herein, capitalised terms used in this announcement shall have the same meanings as defined in the Announcements.

On 12 September 2024, Yacht Easy on behalf of Top Success HK, has repaid HK\$7,000,000 to E-Boss as the partial early repayment of the Shareholder’s Loan (the “**Early Repayment**”). After the Early Repayment, the outstanding principal amount of the Shareholder’s Loan is HK\$15,000,000, which would be due for repayment between July 2025 to December 2025 based on the actual drawdown date of respective parts of the Shareholder’s Loan. Pursuant to the terms of the Shareholder Loan Agreement (as amended by the Supplemental Shareholder Loan Agreement), upon the Early Repayment, the personal guarantee provided by Mr. Cheng in favour of E-Boss as security of the Shareholder’s Loan has been released.

EXTENSION OF SHAREHOLDER'S LOAN

The Board announces that on 17 September 2024, E-Boss and Top Success HK entered into a supplemental shareholder loan agreement (the “**Second Supplemental Shareholder Loan Agreement**”), pursuant to which the parties agreed to, among others, extend the maturity date of the Shareholder’s Loan in the principal amount of HK\$15,000,000 for five years with effect from 17 September 2024.

AMENDMENTS TO THE SHAREHOLDER LOAN AGREEMENT

Pursuant to the Second Supplemental Shareholder Loan Agreement, the amendments to the principal terms of the Shareholder Loan Agreement (as amended by the Supplemental Shareholder Loan Agreement) are summarised as follows:

Outstanding principal amount of the Shareholder's Loan	HK\$15,000,000
Maturity date	the 5th anniversary date of the date of the Second Supplemental Shareholder Loan Agreement
Repayment	From the date of the Second Supplemental Shareholder Loan Agreement, the outstanding principal amount of HK\$15,000,000 shall be deemed as a single tranche irrespective of the actual date of drawdown for each part of the Shareholder's Loan and the repayment shall be made accordingly.
Security	Nil

Save as disclosed in this announcement, all other material terms, including the interest rate for the Shareholder's Loan, of the Shareholder Loan Agreement (as amended by the Supplemental Shareholder Loan Agreement) as disclosed in the Announcements remain unchanged. For the detailed terms of the Shareholder Loan Agreement (as amended by the Supplemental Shareholder Loan Agreement), please refer to the Announcements.

INFORMATION OF TOP SUCCESS GROUP

Top Success BVI is a company incorporated in the British Virgin Islands on 14 August 2018 and an indirect non-wholly owned subsidiary of the Company. Top Success HK, being a direct wholly-owned subsidiary of Top Success BVI, is a company incorporated in Hong Kong on 22 November 2016. Yacht Easy, being a direct wholly-owned subsidiary of Top Success BVI, is a company incorporated in Hong Kong on 11 August 2020. Top Success BVI is principally engaged in investment holding whereas Top Success HK and Yacht Easy are principally engaged in provision of financing of yacht in Hong Kong. As of the date of this announcement, Top Success BVI is owned by E-Boss, Mr. Cheng and Mr. Ma as to 77.5%, 20.0% and 2.5%, respectively.

INFORMATION ON THE COMPANY AND E-BOSS

The Company is an investment holding company principally engaged in the provision of printing services to a diversified customer base in Hong Kong. The Company is also engaged in the provision of solutions on advertisement, bound books and stationeries. E-Boss is a wholly-owned subsidiary of the Company which is a company incorporated in Hong Kong with limited liability and is principally engaged in investment holding.

REASONS FOR AND BENEFITS OF ENTERING INTO THE SECOND SUPPLEMENTAL SHAREHOLDER LOAN AGREEMENT

The terms of the Second Supplemental Shareholder Loan Agreement (including the extension of the Shareholder's Loan) were arrived at by parties after arm's length negotiation. The extension of the Shareholder's Loan would provide an interest income at the rate of 6% per annum to the Group for a further term of five years, which is higher than the expected returns to be generated from bank deposits. Having considered that Top Success BVI is an indirect non-wholly owned subsidiary of the Company, as well as the business model of Top Success Group, the historical interest income generated from the Shareholder's Loan and the additional interest income to be brought to the Group, the Board considered that the terms of the Second Supplemental Shareholder Loan Agreement are on normal commercial terms and are fair and reasonable and in the interest of the Company and its shareholders as a whole.

LISTING RULES IMPLICATIONS

This announcement is made pursuant to Rule 14.36 of the Listing Rules, as the entering into of the Second Supplemental Shareholder Loan Agreement constitutes a material variation to the terms and conditions of the Shareholder Loan Agreement (as amended by the Supplemental Shareholder Loan Agreement) which was previously announced by the Company on 17 March 2020 and 17 May 2024 respectively.

By order of the Board
eprint Group Limited
She Siu Kee William
Chairman

Hong Kong, 17 September 2024

As at the date of this announcement, the executive Directors are Mr. She Siu Kee William, Mr. Chong Cheuk Ki and Mr. Leung Yat Pang; the non-executive Director is Mr. Leung Wai Ming; and the independent non-executive Directors are Mr. Poon Chun Wai, Mr. Fu Chung, Mr. Ma Siu Kit and Ms. Yu Mei Hung.