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## **Southwest Securities International Securities Limited**

**西證國際證券股份有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 812)**

### **INSIDE INFORMATION**

#### **EXTENSION OF THE FINAL REPAYMENT DATE OF THE SSII LOAN**

This announcement is made by Southwest Securities International Securities Limited (the “**Company**”, together with its subsidiaries, collectively 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 under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the announcements of the Company dated 31 January 2024 and 28 March 2024, and the joint announcements of the Company and Ocean Wisdom Investments Limited (智海投資有限公司) dated 21 June 2024 and 5 December 2024 (altogether the “**Announcement(s)**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meaning as defined in the Announcements.

#### **EXTENSION OF FINAL REPAYMENT DATE OF THE SSII LOAN**

As disclosed in the Announcement dated 31 January 2024 and 28 March 2024, the final repayment date of SSII Loan (comprising SSII Term Loan and SSII Revolving Facility respectively) shall be 31 December 2024, unless otherwise agreed between SSII (as the lender) and the Company (as the borrower) in writing.

As further disclosed in the Announcement dated 5 December 2024, SSII and Mr. Wong have agreed in writing that the Long Stop Date of the Sale and Purchase Agreement shall be extended to 31 March 2025.

In view of the extension of the Long Stop Date, on even date of this announcement, SSII and the Company have entered into two amendment agreements (the “**SSII Loan Extension Agreements**”) in respect of SSII Term Loan Agreement and SSII Revolving Facility Agreement. Pursuant to the SSII Loan Extension Agreements, the parties have agreed, among others, that:

1. the final repayment date of SSII Term Loan and SSII Revolving Facility shall be amended as “no later than the Completion Date or 30 June 2025 (whichever is earlier), or such other date as may be agreed between the lender and the borrower in writing”.
2. the Drawdown Period of SSII Revolving Facility shall be amended as “the period commencing from 28 March 2024 to 27 June 2025 (both dates inclusive)”.

Other than the aforesaid, there are no other material changes to the principal terms of the SSII Term Loan Agreement and the SSII Revolving Facility Agreement respectively.

For the avoidance of doubt, pursuant to the terms of the Sale and Purchase Agreement, SSII Loan Balance remains to be settled by the Company within six months after the Completion. Mr. Wong remains obligated to procure the Company to repay the SSII Loan Balance within six months after the Completion Date (in any event no later than 30 June 2025). The Company shall settle the SSII Loan (other than SSII Loan Balance) with SSII prior to Completion.

#### **IMPLICATIONS UNDER THE LISTING RULES AND THE HONG KONG CODE OF TAKEOVERS AND MERGERS**

As SSII is the controlling shareholder of the Company which is interested in approximately 74.10% of the issued share capital of the Company, the provision of the SSII Term Loan and SSII Revolving Facility constitute connected transactions of the Company under the Listing Rules. As both the SSII Term Loan and SSII Revolving Facility are on normal commercial terms or better and are not secured by the assets of the Group, the transactions are fully exempted from reporting, announcement, shareholders’ approval, annual review and all disclosure requirements pursuant to Rule 14A.90 of the Listing Rules.

The Company has obtained consent from the Offeror in respect of the extension of SSII Term Loan and SSII Revolving Facility and the transactions contemplated thereunder.

## **CONTINUED SUSPENSION OF TRADING**

Trading in the Company's shares on the Stock Exchange, which was suspended with effect from 9:00 a.m. on 4 March 2024, remains suspended and will continue to be so until the Company fulfils the resumption guidance issued by the Stock Exchange to the Company (and any supplement or modification thereto).

The Company will publish further announcement(s) to inform the Shareholders of its progress in complying with the resumption guidance as and when appropriate, as well as quarterly updates on its development pursuant to Rule 13.24A of the Listing Rules.

**Shareholders and potential investors should exercise caution when dealing in the securities of the Company.**

By Order of the Board  
**Southwest Securities International Securities Limited\***  
**Huang Changsheng**  
*Executive Director and Chief Executive Officer*

Hong Kong, 20 December 2024

*As at the date of this announcement, the executive director of the Company is Mr. Huang Changsheng (Chief executive officer); and the independent non-executive directors of the Company are Mr. Meng Gaoyuan, Mr. Liang Jilin and Mr. Cao Ping.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statements in this announcement misleading.*

\* *For identification purpose only*