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CCTTM FORTIS HOLDINGS LIMITED
(中 建 富 通 集 團 有 限 公 司)
(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)
(Stock Code: 00138)

COMPLETION OF PLACING OF CONVERTIBLE BONDS UNDER GENERAL MANDATE

Reference is made to the announcement of CCT Fortis Holdings Limited (the “**Company**”) dated 28 July 2023 (the “**Announcement**”) in relation to, among other things, the placing of Convertible Bonds under General Mandate. Unless otherwise defined in this announcement, capitalised terms used herein shall have the same meaning as defined in the Announcement.

COMPLETION OF PLACING OF CONVERTIBLE BONDS UNDER GENERAL MANDATE

The Board is pleased to announce that all the conditions precedent of the CB Placing Agreement have been fulfilled and Completion took place on 18 August 2023. Accordingly, the Convertible Bonds in the aggregate principal amount of HK\$30,011,500 have been successfully placed to not less than six (6) Placees on 18 August 2023. To the best knowledge, information and belief of the Directors having made all reasonable enquiries, the Placees and their ultimate beneficial owners (where applicable) are Independent Third Parties, and none of the Placees has become a substantial Shareholder (as defined in the Listing Rules) immediately upon Completion.

Based on the initial Conversion Price of HK\$0.193 per Conversion Share (subject to adjustment), 155,500,000 Conversion Shares will be allotted and issued by the Company upon exercise of the conversion rights attaching to the Convertible Bonds in full, representing (i) approximately 9.69% of the total number of issued Shares as at the date of this announcement; and (ii) approximately 8.84% of the total issued Shares as enlarged by the allotment and issue of 155,500,000 Conversion Shares (assuming that there is no other change in the total issued Shares between the date of this announcement and the full conversion of the Convertible Bonds in the aggregate principal amount of HK\$30,011,500).

EFFECT ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

For illustrative purposes only, the shareholding structure of the Company (i) as at the date of this announcement; (ii) immediately upon full conversion of the 2025 Remaining CB at the initial

conversion price of HK\$0.16 (assuming that there are no other changes to the shareholding structure of the Company from the date of this announcement up to the full conversion of the 2025 Remaining CB); and (iii) immediately upon full conversion of the Convertible Bonds in the aggregate principal amount of HK\$30,011,500 at the initial Conversion Price of HK\$0.193 and the 2025 Remaining CB (assuming that there are no other changes to the shareholding structure of the Company from the date of this announcement up to the full conversion of the Convertible Bonds in the aggregate principal amount of HK\$30,011,500 and the 2025 Remaining CB) is as follows:

| Shareholders | (i) As at the date of this announcement | | (ii) Immediately upon full conversion of the 2025 Remaining CB | | (iii) Immediately upon full conversion of the Convertible Bonds in the aggregate principal amount of HK\$30,011,500 and the 2025 Remaining CB | |
|--|---|-------------------|--|-------------------|---|-------------------|
| | No. of Shares | Approximate % | No. of Shares | Approximate % | No. of Shares | Approximate % |
| Placees | - | - | - | - | 155,500,000 (Note 1) | 6.47 |
| Mr. Mak Shiu Tong, Clement ("Mr. Mak") (Note 2) | 25,589,652 | 1.59 | 25,589,652 | 1.14 | 25,589,652 | 1.07 |
| Capital Winner Investments Limited ("Capital Winner") (Note 3) | 468,423,672 | 29.20 | 468,423,672 | 20.83 | 468,423,672 | 19.49 |
| New Capital Industrial Limited ("New Capital") (Note 3) | 452,607,615 | 28.21 | 452,607,615 | 20.13 | 452,607,615 | 18.83 |
| Capital Force International Limited ("Capital Force") (Note 3) | 256,243,792 | 15.97 | 256,243,792 | 11.40 | 256,243,792 | 10.66 |
| Treasure Goal International Limited ("Treasure Goal") (Note 4) | - | - | 643,750,000 (Note 5) | 28.64 | 643,750,000 | 26.78 |
| Other public Shareholders | <u>401,496,721</u> | <u>25.03</u> | <u>401,496,721</u> | <u>17.86</u> | <u>401,496,721</u> | <u>16.70</u> |
| Total | <u>1,604,361,452</u> | <u>100</u> | <u>2,248,111,452</u> | <u>100</u> | <u>2,403,611,452</u> | <u>100</u> |

Notes:

1. Under the terms and conditions of the Convertible Bonds, the exercise of the conversion rights attached to the Convertible Bonds shall not cause the Company to be unable to meet the public float requirements under the Listing Rules.
2. Mr. Mak is the chairman, the chief executive officer, an executive Director and the controlling Shareholder of the Company.
3. Capital Winner, New Capital and Capital Force are private corporations owned as to 51% by Mr. Mak and as to 49% by Mr. Mak Chun Kiu, a son of Mr. Mak, beneficially. Mr. Mak and Mr. Mak Chun Kiu are deemed to be interested in the Shares held by Capital Winner, New Capital and Capital Force under the SFO.
4. Treasure Goal is a company incorporated in the British Virgin Islands with limited liability, the shares in which are beneficially and ultimately owned by Mr. Mak.
5. The interests disclosed represents 643,750,000 underlying Shares at the initial conversion price of HK\$0.16 per conversion share (subject to adjustments pursuant to the terms and conditions of the 2025 Convertible Bonds) which were held by Treasure Goal. Under the terms and conditions of the 2025 Convertible Bonds, the exercise of the conversion rights attached to the 2025 Remaining CB shall not cause the Company to be unable to meet the public float requirements under the Listing Rules.

USE OF PROCEEDS

The net proceeds from the issue of the Convertible Bonds in the aggregate principal amount of HK\$30,011,500 are approximately HK\$29.3 million and will be used by the Company for general working capital of the Group.

By Order of the Board of
CCT FORTIS HOLDINGS LIMITED
Mak Shiu Tong, Clement
Chairman

Hong Kong, 18 August 2023

As at the date of this announcement, the executive Directors are Mr. Mak Shiu Tong, Clement and Ms. Cheng Yuk Ching, Flora; and the independent non-executive Directors are Mr. Chen Li, Mr. Chow Siu Ngor and Mr. Lau Ho Kit, Ivan.