

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

**OOH Holdings Limited**  
**奧傳思維控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8091)**

**DISCLOSEABLE TRANSACTION**  
**SUBSCRIPTION OF THE CORPORATE BOND**

**THE TRANSACTION**

On 1 February 2021, an indirect wholly-owned subsidiary of the Company, MSML, subscribed for the Corporate Bond in the principal amount of US\$400,000 (equivalent to approximately HK\$3,120,000) at a consideration of approximately US\$399,917 (equivalent to approximately HK\$3,119,353), which comprised of US\$388,000 (equivalent to approximately HK\$3,026,400) for the principal amount and approximately US\$11,917 (equivalent to approximately HK\$92,953) for the accrued interests.

**IMPLICATIONS UNDER THE GEM LISTING RULES**

As one or more of the applicable percentage ratios (as defined in the GEM Listing Rules) in respect of the Subscription is more than 5% but less than 25%, the Subscription constitutes a discloseable transaction for the Company and is subject to the announcement requirement as set out in the GEM Listing Rules.

**INTRODUCTION**

On 1 February 2021, an indirect wholly-owned subsidiary of the Company, MSML, subscribed for the Corporate Bond in the principal amount of US\$400,000 (equivalent to approximately HK\$3,120,000) at a consideration of approximately US\$399,917 (equivalent to approximately HK\$3,119,353), which comprised of US\$388,000 (equivalent to approximately HK\$3,026,400) for the principal amount and approximately US\$11,917 (equivalent to approximately HK\$92,953) for the accrued interests.

**PRINCIPAL TERMS OF THE SUBSCRIPTION AND THE CORPORATE BOND**

**Date of the Subscription:**

1 February 2021

**Subscriber:**

MSML

**Issuer:**

China Evergrande

**Date of issue:**

23 March 2017

**Issue price of the Corporate Bond:**

100% of the principal amount of the Corporate Bond

**Principal amount of the Subscription:**

US\$400,000 (equivalent to approximately HK\$3,120,000)

**Subscription Price:**

Approximately US\$399,917 (equivalent to approximately HK\$3,119,353), which comprised of US\$388,000 (equivalent to approximately HK\$3,026,400) for the principal amount (representing 97% of the principal amount) and approximately US\$11,917 (equivalent to approximately HK\$92,953) for the accrued interests for 130 days. The Group has funded the consideration for the Subscription in cash from its internal resources. The Subscription Price was based on the market price of the Corporate Bond at the time of the Subscription.

**Date of settlement:**

3 February 2021

**Interest rate:**

8.25% per annum payable semi-annually

**Maturity and redemption of the Corporate Bond:**

The Issuer may call for redemption on 1 March 2021 at 104.125% of the principal amount. Unless previously redeemed or purchased and cancelled, the Corporate Bond will be redeemed by the Issuer at the principal amount on 23 March 2022.

**Listing:**

The Corporate Bond were listed and quoted on the Singapore Exchange Securities Trading Limited.

## **INFORMATION OF THE COMPANY, MSML AND THE ISSUER**

### **Information of the Company**

The Company is a company incorporated in the Cayman Islands with limited liability and its Shares are listed on GEM of the Stock Exchange. The Group is principally engaged in the provision of out-of-home advertising spaces and services to its customers, which comprise end users aiming to promote their brands, products or services, and advertising agents acting for such advertisers. The Group also offers its customers design and production, advertisement logistics, installation and dismantling services on the different advertising platforms.

### **Information of MSML**

MSML is an indirect wholly-owned subsidiary of the Company and is principally engaged in the provision of advertising display services.

### **Information of the Issuer**

China Evergrande, the issued shares of which are listed on the Main Board of the Stock Exchange (stock code: 3333), was founded in 1996 in Guangzhou City, Guangdong Province, the PRC and together with its subsidiaries, has established an overall industry layout leveraging in real estate development as its foundation, developing cultural tourism and health and wellbeing management industries as complementary pillars, and focusing in new energy vehicles as a lead growth driver. It is ranked 138th in the Fortune Global 500 in 2019.

To the best of the knowledge, information and belief of the Directors and having made all reasonable enquiries, the Issuer and its ultimate beneficial owners are Independent Third Parties.

As the Corporate Bond was subscribed by MSML from the open market through the Group's security broker (which is and whose beneficial owners are, to the best of the knowledge, information and belief of the Directors and having made all reasonable enquiries, Independent Third Parties), the identities of the sellers of the Corporate Bond cannot be ascertained. To the best knowledge, information and belief of the Directors and having made all reasonable enquiries, the sellers of the Corporate Bond and their respective beneficial owners are Independent Third Parties.

## **REASONS FOR AND BENEFITS OF THE SUBSCRIPTION**

The Group subscribed the Corporate Bond for investment purpose. The Board considers that the Subscription can broaden the source of income of the Group and provide the Group with a stable investment return and cash inflows. Accordingly, the Directors consider the terms of the Subscription are on normal commercial terms which are fair and reasonable and the Subscription is in the interests of the Company and the Shareholders as a whole.

## IMPLICATIONS UNDER THE GEM LISTING RULES

As the applicable percentage ratios (as defined in the GEM Listing Rules) in respect of the Subscription are more than 5% but less than 25%, the Subscription constitutes a discloseable transaction for the Company and is subject to the announcement requirement as set out in the GEM Listing Rules.

## DEFINITIONS

The following terms have the following meanings in this announcement unless the context otherwise requires:

“Board”	the board of Directors
“Company”	OOH Holdings Limited, a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on GEM of the Stock Exchange
“connected person(s)”	has the meaning ascribed to it in the GEM Listing Rules
“Corporate Bond”	the corporate bond issued by China Evergrande with interest rate of 8.25% per annum due on 23 March 2022
“Director(s)”	Director(s) of the Company
“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM of the Stock Exchange
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Independent Third Party(ies)”	persons who themselves (and in the case of any corporate entities, their ultimate beneficial owners) are, to the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, third parties independent of, and not connected with, the Company and its connected persons
“Issuer” or “China Evergrande”	China Evergrande Group (Stock Code: 3333), an exempted company incorporated in the Cayman Islands with limited liability, the issued shares of which are listed on the Main Board of the Stock Exchange
“MSML”	Media Savvy Marketing Limited, a company incorporated in Hong Kong and an indirect wholly-owned subsidiary of the Company
“PRC”	the People’s Republic of China

“Share(s)”	ordinary share(s) of HK\$0.01 each in the issued share capital of the Company
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Subscription”	the proposed subscription by the Company of the Corporate Bond in the principal amount of US\$400,000 (equivalent to approximately HK\$3,120,000)
“Subscription Price”	the subscription price of US\$388,000 (equivalent to approximately HK\$3,026,400) for the principal amount of the Corporate Bond and the accrued interest of US\$11,917 (equivalent to approximately HK\$92,953)
“%”	per cent

By Order of the Board of  
**OOH Holdings Limited**  
**CHAU Wai Chu Irene**  
*Chairlady and Chief Executive Officer*

Hong Kong, 3 February 2021

As at the date of this announcement, the Directors are:

**Executive Directors**

Ms. CHAU Wai Chu Irene (*Chairlady and Chief Executive Officer*)  
Mr. LEAN Chun Wai

**Non-Executive Director**

Mr. DA SILVA Antonio Marcus

**Independent Non-Executive Directors**

Ms. AU Shui Ming Anna  
Mr. LIANG Man Kit Jerry  
Mr. LAM Yau Fung Curt

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the “Latest Listed Company Information” page of the GEM website ([www.hkgem.com](http://www.hkgem.com)) for at least 7 days from the date of its publication and on the website of the Company ([www.ooh.com.hk](http://www.ooh.com.hk)).*