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CLSA Premium Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 6877)

UPDATE ANNOUNCEMENT IN RELATION TO THE POTENTIAL DISPOSAL OF CERTAIN ORDINARY SHARES OF THE COMPANY

This announcement is made by CLSA Premium Limited (the “**Company**”) pursuant to Rule 3.7 of the Code on Takeovers and Mergers (the “**Takeovers Code**”) issued by the Securities and Futures Commission, Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

References are made to (i) the inside information announcement dated 15 July 2024 issued by the Company in relation to the intention of the Company’s controlling shareholder, CITIC Securities International Company Limited (“**CSI**”), to transfer a portion of the shares in the Company through a public solicitation process; (ii) the announcement dated 29 December 2024 issued by the Company regarding the potential disposal by CSI of certain ordinary shares of the Company (the “**Potential Disposal**”) and the possible mandatory general offer in accordance with Rule 26 of the Takeovers Code (the “**Rule 3.7 Announcement**”); and (iii) the clarification announcement dated 14 January 2025 issued by the Company (the “**Clarification Announcement**”).

Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Rule 3.7 Announcement and the Clarification Announcement.

UPDATE ON THE POTENTIAL DISPOSAL

The Company has been informed by CSI that:

- (a) the information disclosure period for the public solicitation process in relation to the Potential Disposal ended on 26 January 2025; and
- (b) CSI received a notification dated 27 January 2025 from the Shanghai UAE Exchange stating that there was only one prospective transferee, being Beijing Tong Ren Tang (Cayman) Limited (the “**Potential Transferee**”), which had submitted a transfer application. The Shanghai UAE Exchange has reviewed and confirmed that the Potential Transferee satisfies the eligibility requirements as set out under the section headed “Eligibility Conditions for Transfer” of the Rule 3.7 Announcement. CSI has submitted a confirmation to the Shanghai UAE Exchange in respect of the Potential Transferee’s eligibility for the Potential Disposal.

As at the date of this announcement, the Company understands that discussions between CSI and the Potential Transferee in respect of the Potential Disposal are ongoing and that the parties have not entered into any formal or legally binding agreement in relation to the Potential Disposal.

As stated in the Rule 3.7 Announcement, the minimum transfer price is RMB90,715,005.68, which is equivalent to approximately HKD97,994,000.

MONTHLY UPDATE

In compliance with Rule 3.7 of the Takeovers Code, monthly update announcement(s) regarding the potential disposal and mandatory general offer will be made until the definitive intention to make an offer is announced under Rule 3.5 of the Takeovers Code or a decision not to proceed with an offer is made. Further announcement(s) will be made by the Company as and when appropriate or required in accordance with the Listing Rules and/or the Takeovers Code (as the case may be).

WARNING

There is no assurance that any transaction described in this announcement will be implemented or eventually completed, leading to a change in control and triggering a mandatory general offer under Rule 26.1 of the Takeovers Code. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company. If they are in doubt regarding their situation, they should consult their professional advisor(s).

By Order of the Board
CLSA Premium Limited
Yuan Feng
Executive Director

Hong Kong, 28 January 2025

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

Executive Directors

Mr. Yuan Feng (*Deputy Chief Executive Officer*)
Mr. Chung Cheuk Fan Marco

Non-executive Directors

Mr. Li Jiong (*Chairman*)
Mr. Xu Jianqiang

Independent non-executive Directors

Mr. Wu Jianfeng
Ms. Hu Zhaoxia
Mr. Ma Anyang

All Directors jointly and severally accept full responsibility for the accuracy of information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed by the Directors in their capacity as such 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 statement in this announcement misleading.