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百仕達控股有限公司*

SINOLINK WORLDWIDE HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 1168)

DISCLOSEABLE TRANSACTION — PROVISION OF FINANCIAL ASSISTANCE

PROVISION OF FINANCIAL ASSISTANCE

The Board announces that, on 26 December 2022, the Lender, a wholly-owned subsidiary of the Company, entered into the Entrusted Loan Agreement with the Borrower and the Trustee, pursuant to which the Lender agreed to lend, and the Borrower agreed to borrow, the Entrusted Loan in the principal amount of RMB50,000,000 (equivalent to approximately HK\$56,180,000).

LISTING RULES IMPLICATIONS

Under the Listing Rules, as the applicable percentage ratios in respect of the grant of the Entrusted Loan (on a standalone basis) are below 5%, the grant of the Entrusted Loan under the Entrusted Loan Agreement (on a standalone basis) does not constitute any discloseable transaction for the Company under Chapter 14 of the Listing Rules.

As one of the applicable percentage ratios in respect of the grant of the Entrusted Loan and the Existing Entrusted Loan, when aggregated, exceeds 5% but all of them are less than 25%, the grant of the Entrusted Loan under the Entrusted Loan Agreement (on an aggregated basis) constitutes a discloseable transaction of the Company and is subject to the notification and announcement requirements under Chapter 14 of the Listing Rules.

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THE ENTRUSTED LOAN AGREEMENT

The principal terms of the Entrusted Loan Agreement are summarised as follows:

Date:	26 December 2022
Parties:	(i) Lender; (ii) Borrower; and (iii) Entrustee
Principal amount:	RMB50,000,000 (equivalent to approximately HK\$56,180,000)
Interest:	5% per annum and payable quarterly in arrears
Term:	27 December 2022 to 27 December 2024
Repayment:	Subject as otherwise provided in the Entrusted Loan Agreement, the Borrower shall repay the principal amount of the Entrusted Loan on the maturity date.
Prepayment:	The Borrower may at any time prepay all or part of the Entrusted Loan and the accrued interests by giving prior written notice to the Lender.
Security and guarantee:	Nil

FUNDING OF THE ENTRUSTED LOAN

The Group financed the Entrusted Loan with its internal resources.

INFORMATION ON THE GROUP AND THE LENDER

The principal business activities of the Company are increasingly focusing on financial technology (Fintech) investment and management, along with property development, property management, property investment, financial services and asset financing. The Lender is principally engaged in finance leasing.

INFORMATION ON THE BORROWER AND THE ENTRUSTEE

The Borrower is a company established in the PRC with limited liability. The Borrower is principally engaged in radio and TV program production and management. It has expanded its business further into provision of professional and efficient third-party insurance operational management solutions for various insurance companies and brokers by using technological measures. The Borrower is ultimately owned as 70% by Yang Maoyong and 30% by Han Xueyuan. The Entrustee is the Shanghai branch of China Merchants Bank Co., Ltd., a joint stock company incorporated in the PRC whose shares listed on the Main Board of the Stock Exchange (Stock Code: 03968 and Preference Share Stock Code: 04614). China Merchants Bank Co., Ltd is principally engaged in retail finance and

wholesale finance and the controlling shareholder of its largest shareholder is China Merchants Group Ltd. To the best of the knowledge, information and belief of the Directors, having made all reasonable enquiries, each of the Borrower, the Entrustee and their ultimate beneficial owners is an Independent Third Party.

REASONS FOR AND BENEFITS OF THE PROVISION OF THE ENTRUSTED LOAN

The terms of the Entrusted Loan Agreement (including the interest rate) were arrived at by the Lender and the Borrower after arm's length negotiation, having regard to the commercial practice and the amount and term of the Entrusted Loan. The provision of the Entrusted Loan would provide interest income at the rate of 5% per annum to the Group, which would bring better returns to the Group than bank deposits. Having considered the financial background of the Borrower and the interest income to be brought to the Group, the Board considered that the terms of the Entrusted Loan Agreement were on normal commercial terms and were fair and reasonable and in the interest of the Company and its shareholders as a whole.

LISTING RULES IMPLICATIONS

Under the Listing Rules, as the applicable percentage ratios in respect of the grant of the Entrusted Loan (on a standalone basis) are below 5%, the grant of the Entrusted Loan under the Entrusted Loan Agreement (on a standalone basis) does not constitute any discloseable transaction for the Company under Chapter 14 of the Listing Rules.

As at the date of the Entrusted Loan Agreement, the Lender has granted to the Borrower the Existing Entrusted Loan in the principal amount of RMB130,000,000 (equivalent to approximately HK\$151,163,000) pursuant to the Existing Entrusted Loan Agreement (as supplemented by the Supplemental Entrusted Loan Agreement) for a term from 19 August 2021 to 18 August 2023. The Existing Entrusted Loan remains outstanding as at the date of this announcement. As one of the applicable percentage ratios in respect of the grant of the Entrusted Loan and the Existing Entrusted Loan, when aggregated, exceeds 5% but all of them are less than 25%, the grant of the Entrusted Loan under the Entrusted Loan Agreement (on an aggregated basis) constitutes a discloseable transaction of the Company and is subject to the notification and announcement requirements under Chapter 14 of the Listing Rules.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following terms shall have the meanings as set out below:

“Board”	the board of Directors
“Borrower”	Shanghai Weixun Network Technology Co., Ltd.* (上海威尋網路技術有限公司), a company established in the PRC with limited liability

“Company”	Sinolink Worldwide Holdings Limited, a company incorporated in Bermuda with limited liability whose shares are listed on the Main Board of the Stock Exchange (Stock Code: 1168)
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	director(s) of the Company
“Entrustee”	Shanghai branch of China Merchants Bank Co., Ltd., a joint stock company incorporated in the People’s Republic of China whose shares listed on the Main Board of the Stock Exchange (Stock Code: 03968 and Preference Share Stock Code: 04614)
“Entrusted Loan”	an entrusted loan in the principal amount of RMB50,000,000 (equivalent to approximately HK\$56,180,000) provided by the Lender to the Borrower pursuant to the terms of the Entrusted Loan Agreement
“Entrusted Loan Agreement”	a loan agreement dated 26 December 2022 entered into between the Lender, the Borrower and the Entrustee in respect of the provision of the Entrusted Loan
“Existing Entrusted Loan”	an entrusted loan in the principal amount of RMB130,000,000 (equivalent to approximately HK\$156,627,000) provided by the Lender to the Borrower B pursuant to the terms of Existing Entrusted Loan Agreement, which was subsequently extended in the principal amount of RMB130,000,000 (equivalent to approximately HK\$151,163,000) pursuant to the terms of the Supplemental Entrusted Loan Agreement
“Existing Entrusted Loan Agreement”	a loan agreement dated 17 August 2021 entered into between the Lender, the Borrower and the Entrustee in respect of the provision of Existing Entrusted Loan, details of which are contained in the announcement of the Company dated 20 October 2022
“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”	a third party independent of the Company and the connected persons of the Company
“Lender”	Zhonglian Finance Leasing (Shanghai) Co., Ltd.* (眾聯融資租賃(上海)有限公司), a company established in the PRC with limited liability, which is a wholly-owned subsidiary of the Company

“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	the People’s Republic of China, and for the purpose of this announcement excluding Hong Kong, the Macau Special Administrative Region and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“Shareholder(s)”	shareholder(s) of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Supplemental Entrusted Loan Agreement”	the supplemental entrusted loan agreement dated 18 August 2022 entered into between the Lender, the Borrower and the Trustee in respect of the extension of the Existing Entrusted Loan, details of which are contained in the announcement of the Company dated 20 October 2022
“%”	per cent.

In this announcement, for the purpose of illustration only, amounts quoted in RMB have been converted into HK\$ at the rate of HK\$1 to RMB0.89, HK\$1 to RMB0.83 and HK\$1 to RMB0.86 in respect of the Entrusted Loan Agreement, Existing Entrusted Loan Agreement and Supplemental Entrusted Loan Agreement respectively, based on the approximate exchange rate at the relevant time of entering into each of the agreements. Such exchange rate has been used, where applicable, for the purpose of illustration only and does not constitute a representation that any amounts were or may have been exchanged at this or any other rates or at all.

By Order of the Board
Sinolink Worldwide Holdings Limited
XIANG Ya Bo
Chairman and Chief Executive Officer

Hong Kong, 28 December 2022

As at the date of this announcement, the Board comprises Mr. Xiang Ya Bo (Chairman of the Board and Chief Executive Officer) and Mr. Chen Wei as executive Directors; Mr. Ou Yaping, Mr. Ou Jin Yi Hugo and Mr. Tang Yui Man Francis as non-executive Directors; and Mr. Tian Jin, Dr. Xiang Bing and Mr. Xin Luo Lin as independent non-executive Directors.

** For identification purposes only*