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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)

**SUPPLEMENTAL ANNOUNCEMENT
DISCLOSEABLE TRANSACTION -
TRANSFER OF SCHOOL BUSINESS**

Reference is made to the announcement of Sinolink Worldwide Holdings Limited (the “**Company**”) dated 3 March 2025 (the “**Announcement**”) in relation to the transfer of School Business. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

The Board wishes to provide the Shareholders and potential investors with additional information in relation to the Transfer as follows:

Potential Repayment Amount

The Potential Repayment Amount comprises of two items:

(1) The Loan

The Transferor has previously advanced to the School a shareholder’s loan in an amount of RMB6,260,000 (the “**Loan**”). The Loan is repayable on demand. However, given the financial difficulties the School is facing, the Company will not demand for the repayment of the Loan at the moment.

(2) The Original Investment Amount

The Company has previously invested an amount of approximately RMB10 million to the School.

According to the current PRC laws, rules and regulations, the School is allowed to operate until 31 July 2028. Operation of the School beyond 31 July 2028 is subject to the approval of the Shenzhen Luohu District Education Bureau (深圳市羅湖區教育局) (the “**Education Bureau**”). With reference

to the past practice, if the Education Bureau decides not to grant the license to Transferee to operate the School after 31 July 2028, then the Education Bureau may pay certain amount of compensation to the Transferee or the School. The amount of compensation will be at the discretion of the Education Bureau and is unknown at the moment.

Pursuant to the Transfer Agreement, if the Education Bureau does not grant the license to the Transferee to operate the School beyond 31 July 2028 and decides to pay government compensation to the School, the Transferee or the School shall, after settling the outstanding liabilities of the School as required by the PRC laws, apply the remaining balance of the government compensation money to repay the full amount of the Loan and the Original Investment Amount, being RMB16,260,000, to the Company.

If the Transferee subsequently sells the School Business, the Transferee shall first apply the proceeds from the sale to repay the Loan and the Original Investment Amount to the Company.

FINANCIAL EFFECTS OF THE TRANSFER

Pursuant to the Transfer Agreement, the maximum the liability of the Transferor for breach of warranties is capped at RMB16,980,000 (determined based on the estimated net liabilities value of the School Business as of the date of the Transfer Agreement) (“**Liability Cap Amount**”).

The Liability Cap Amount has been booked as a provision on the accounts of the Company based on the probability of fulfilling the warranties provided by the Transferor (i.e. certain obligations of the School relating to labour matters if the School terminates its operation prior to 31 July 2028) after taking into account of the financial position of the School at the time of the Transfer Agreement.

Subject to final audit, the Group is not expecting any gain or loss arising from the Transfer after taking into consideration of the gain in relation to disposal of an unaudited net liabilities of School Business as at 30 June 2024 (“**Reference Date**”) of RMB16,879,000, netting off with the Liability Cap Amount and estimated adjustment to net liabilities value of the School Business from the Reference Date to the date of the Transfer Agreement.

Save as above, all other information as disclosed in the Company’s Announcement remains unchanged.

By order of the Board
SINOLINK WORLDWIDE HOLDINGS LIMITED
Tang Yui Man Francis
Chairman and Chief Executive Officer

Hong Kong, 1 April 2025

As at the date of this announcement, the Board comprises Mr. Tang Yui Man Francis (Chairman and Chief Executive Officer) as executive Director; Mr. Ou Jin Yi Hugo and Mr. Ou Jin Yao Norris as non-executive Directors; and Ms. Chen Hui, Mr. Tian Jin and Mr. Xin Luo Lin as independent non-executive Directors.

** For identification purpose only*