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## **ENTERPRISE DEVELOPMENT HOLDINGS LIMITED**

### **企展控股有限公司**

*(Incorporated in Cayman Islands with limited liability)*

**(Stock Code: 1808)**

#### **MAJOR TRANSACTION SECOND SUPPLEMENTAL AGREEMENT IN RELATION TO THE ACQUISITION OF 50% OF THE ISSUED SHARE CAPITAL OF TAIPING SECURITIES (HK) CO LIMITED INVOLVING ISSUE OF CONSIDERATION SHARES AND CONVERTIBLE BONDS UNDER SPECIFIC MANDATE**

References are made to the announcements dated 14 November 2017, 6 February 2018, 8 February 2018, 12 December 2018 and 31 December 2018 of Enterprise Development Holdings Limited (the “**Company**”); and the circular (the “**Circular**”) of the Company dated 23 January 2018, in relation to, among others, the Acquisition and the transactions contemplated thereunder. Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

#### **THE SECOND SUPPLEMENTAL AGREEMENT**

As disclosed in the announcement of the Company dated 31 December 2018, the Vendor, the Purchaser and the Company entered into the supplemental agreement to the Sale and Purchase Agreement, pursuant to which the parties agreed to extend the long stop date of the Sale and Purchase Agreement to 31 March 2019, as additional time is required to fulfill the remaining conditions precedent under the Sale and Purchase Agreement.

As further time is required for fulfilling the remaining conditions precedent under the Sale and Purchase Agreement, on 29 March 2019, the Vendor, the Purchaser and the Company entered into the second supplemental agreement (the “**Second Supplemental Agreement**”) to the Sale and Purchase Agreement to further extend the long stop date to 28 June 2019.

As at the date of this announcement, save for conditions precedent (b), (c), (e), (f), (h) and (k) of the Sale and Purchase Agreement, all the other conditions precedent have been fulfilled.

The terms of the Second Supplemental Agreement were arrived at after arm's length negotiations among the Vendor and the Purchaser, and the Directors consider that the terms of the Second Supplemental Agreement are fair and reasonable and in the interest of the Company and the Shareholders as a whole.

Save as disclosed in this announcement, all the material terms and conditions of the Sale and Purchase Agreement shall remain unchanged and in full force and effect.

**As Completion is subject to and conditional upon the fulfilment or waiver (where applicable) of the conditions precedent set out in the Sale and Purchase Agreement, the Acquisition and the transactions contemplated thereunder may or may not materialise. Shareholders and potential investors of the Company are advised to exercise caution when dealing in securities of the Company.**

By Order of the Board  
**Enterprise Development Holdings Limited**  
**Lam Kai Tai**  
*Chairman*

Hong Kong, 29 March 2019

*As at the date of this announcement, the Board comprises two executive Directors, namely Mr. Lam Kai Tai (Chairman) and Mr. Bai Xuefei, and three independent non-executive Directors, namely Ms. Hu Gin Ing, Mr. Liu Jian and Mr. Li Wai Kwan.*