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中國恒泰
CHINA APEX

China Apex Group Limited
中國恒泰集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2011)

VOLUNTARY ANNOUNCEMENT

STRATEGIC COOPERATION FRAMEWORK AGREEMENT

This is a voluntary announcement made by China Apex Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) to keep shareholders of the Company and potential investors informed of the latest business plan and development of the Group. The board (the “**Board**”) of directors (“**Directors**”) of the Company is pleased to announce that on 21 September 2022, the Company entered into a strategic cooperation framework agreement (the “**Strategic Cooperation Framework Agreement**”) with Maple International Group Company Limited (楓葉國際集團有限公司) (“**Maple Group**”). Set out below is a summary of the principal terms of the Strategic Cooperation Framework Agreement:

The Strategic Cooperation Framework Agreement

Date: 21 September 2022

Parties: (1) the Company; and
(2) Maple Group

Subject: Proposed strategic cooperation between the parties with respect to (1) property management services; and (2) asset management services

Term: It is intended that the cooperation period for property management services shall be 20 years. The cooperation for both, the property management services and asset management services, shall be subject to the entering into formal agreement(s).

Maple Group is a direct wholly owned company of Mr. Wu Ximing (“**Mr. Wu XM**”), who is (i) the father of Mr. Wu Cody Zhuo-xuan (“**Mr. Cody Wu**”), an executive Director, and (ii) a brother of the Company’s substantial shareholder, Mr. Wu Jingming (“**Mr. Wu JM**”). Accordingly, Mr. Wu XM and Maple Group is each a connected person of the Company as defined under Rule 14A.06(7) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Listing Rules**”).

Proposed cooperation under the Strategic Cooperation Framework Agreement

Pursuant to the Strategic Cooperation Framework Agreement, the parties have indicated their intention to cooperate in relation to (i) property management services in the People’s Republic of China (the “**PRC**”); and (ii) asset management services in Hong Kong and Singapore (the “**Strategic Cooperation**”). In relation to property management services, the parties intend to strategically cooperate in, among others, community asset management, car parking space sales related services, home renovation services, smart community solutions and other services. In relation to asset management services, the Company intends to set up investment platform(s) (e.g. by way of a fund) to participate in the cooperation of property investments and other businesses and the parties intend to strategically cooperate in, among others, investment projects evaluation, structure, investment plan, establishment framework and other related matters, and seek to maximize the assets’ return in the long run.

The parties shall leverage each other’s resources and provide long-term cooperation in relation to property development, rental and property asset management. The parties may adopt different cooperation models on project basis according to the actual market and project conditions. Each of the parties agreed to provide favourable cooperative terms to facilitate the Strategic Cooperation, and may enter into definitive cooperation agreement(s), if any, to set out details and terms of the Strategic Cooperation.

Non legally-binding effect

Save for the confidentiality clause stated therein, the Strategic Cooperation Framework Agreement does not constitute a commitment or binding obligation on the parties in relation to the Strategic Cooperation. The Strategic Cooperation under the Strategic Cooperation Framework Agreement will be subject to execution and completion of binding agreement(s).

INFORMATION ABOUT MAPLE GROUP AND THE RELATIONSHIP WITH THE GROUP

Maple Group is a company established in the British Virgin Islands and its subsidiaries are principally engaged in the operation of hotels, property development and asset and property management in the PRC, Hong Kong and Singapore.

Maple Group is direct wholly owned by Mr. Wu XM, who is (i) the father of Mr. Cody Wu, an executive Director, and (ii) a brother of the Company's substantial shareholder, Mr. Wu JM. Accordingly, Mr. Wu XM and Maple Group is each a connected person of the Company as defined under Rule 14A.06(7) of the Listing Rules. The transactions (if any) contemplated to be entered into pursuant to the Strategic Cooperation Framework Agreement may constitute connected transactions of the Group. The Company will make appropriate announcements in accordance with the Listing Rules when entering into relevant transactions (if any).

REASONS FOR AND BENEFITS OF THE STRATEGIC COOPERATION

As disclosed in the annual report of the Company for the year ended 31 December 2021 and the interim results announcement of the Company for the six months ended 30 June 2022, the Company will continue to evaluate the Group's business strategies and operations to create a long-term plan, and will be looking for business or investment opportunities to facilitate the Group's future development. Leveraged on the experience of the management of the Company, it is believed that the Company can make use of its resources and transparency as a Hong Kong listed company, to develop the business of property related services.

The Directors considered that the solid operational track record and experienced management team of Maple Group and/or its subsidiaries could assist the Group in establishing its business presence in the property sector in the PRC in an efficient, cost effective and timely manner to capture the existing business opportunities. The Board considers that the Strategic Cooperation will enable the Group to tap into the property sector in the PRC and enhance the overall corporate development of the Group and maximise return to the Company and its shareholders in the long run.

GENERAL

The Board wishes to emphasize that the implementation of the cooperation and transactions contemplated under the Strategic Cooperation Framework Agreement shall be subject to the execution of specific binding agreement(s) and the aforesaid cooperation may not necessarily be implemented. As of the date of this announcement, no transaction nor binding agreement has been entered into pursuant to the Strategic Cooperation Framework Agreement. In the event that the legally binding agreement(s) are signed, further announcement(s) will be made by the Company in compliance with the Listing Rules if and when necessary.

Shareholders of the Company and potential investors should exercise caution when dealing in the securities of the Company.

By Order of the Board
China Apex Group Limited
Yip Siu Lun Dave
Chairman and executive Director

Hong Kong, 21 September 2022

As at the date of this announcement, the executive Directors are Mr. Yip Siu Lun Dave, Mr. Mak Yung Pan Andrew and Mr. Wu Cody Zhuo-xuan; the non-executive Director is Ms. Lin Ping; and the independent non-executive Directors are Mr. Leung Ka Tin, Mr. Cheng Hong Kei and Mr. Liew Fui Kiang.