

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



## **HI SUN TECHNOLOGY (CHINA) LIMITED**

**高陽科技(中國)有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 818)**

### **DISCLOSEABLE TRANSACTION: PURCHASE OF E-PAYMENT TERMINAL PRODUCTS**

During the Relevant Period, the Group (through VBill OPCO) has purchased E-payment Terminal products from Tianyu Information in an aggregate amount of approximately HK\$133.5 million (inclusive of tax payable by the Group).

Since the highest percentage ratio (as defined under the Listing Rules) in respect of the Transactions exceeds 5% but all the applicable percentage ratios are below 25%, the Transactions constitute a discloseable transaction for the Company and is therefore subject to notification and announcement requirements under Chapter 14 of the Listing Rules.

### **PURCHASE OF E-PAYMENT TERMINAL PRODUCTS**

#### **Subject matter**

In connection with the business of provision of payment processing solutions, the Group entered into Framework Agreements with Tianyu Information for the purchase of E-payment Terminal products. The Framework Agreements set out the pricing, payment terms and other general provisions governing the Transactions. There is no minimum purchase amount under the Framework Agreements. The Group from time to time places orders with Tianyu Information pursuant to the Framework Agreements to purchase E-payment Terminal products from Tianyu Information.

During the Relevant Period, the Group (through VBill OPCO) has purchased E-payment Terminal products from Tianyu Information in an aggregate amount of approximately HK\$133.5 million (inclusive of tax payable by the Group).

\* For identification purpose only

The Group provides the E-payment Terminal products to its merchant customers and in return, the Group imposes a fee. The E-payment Terminal products the Group procured from Tianyu Information during the Relevant Period have been recorded as fixed assets while the relevant depreciation charges have been recorded as cost of sales in the financial statements of the Group.

### **Pricing**

The prices payable for the E-payment Terminal products were agreed between the Group and Tianyu Information by reference to the prevailing market prices of products with similar specifications at the relevant time.

### **Payment**

The Group generally settles the purchase price by cash with Tianyu Information within 90 days after receipt of VAT invoice and confirmation of the same.

## **HISTORICAL AMOUNT OF THE TRANSACTIONS**

The historical amount of the Transactions pursuant to the Framework Agreements (inclusive of tax payable by the Group) for the two years ended 31 December 2018 and 2019 are set out as follows:

For the year ended 31 December 2018	HK\$73,500,000
For the year ended 31 December 2019	HK\$25,100,000

## **REASONS FOR AND BENEFITS OF THE TRANSACTIONS**

The Directors are of the view that the Transactions were in the ordinary and usual course of the principal business of VBill OPCO. The Directors also consider that the terms of the Transactions were on normal commercial terms and were fair and reasonable and in the interests of the Company and the Shareholders as a whole.

## **INFORMATION OF THE GROUP AND TIANYU INFORMATION**

The Company is an investment holding company and its subsidiaries are principally engaged in provision of payment processing solutions, sales of information security chips and solutions, provision of platform operation solutions, provision of financial solutions and sales of electronic power meters and solutions.

VBill OPCO is principally engaged in provision of payment processing solutions in the PRC.

Tianyu Information is a limited liability company incorporated in the PRC, the shares of which are listed on Shenzhen Stock Exchange (stock code: 300205), and is principally engaged in the provision of products and services in data security and smart education, etc.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiry, as at the date of this announcement, each of Tianyu Information and its respective ultimate beneficial owners is a third party independent of the Company and its connected persons (as defined under the Listing Rules).

## **IMPLICATIONS UNDER THE LISTING RULES**

Since the highest percentage ratio (as defined under the Listing Rules) in respect of the Transactions exceeds 5% but all the applicable percentage ratios are below 25%, the Transactions constitute a discloseable transaction for the Company and is therefore subject to notification and announcement requirements under Chapter 14 of the Listing Rules.

The Company will comply with the relevant requirements of the Listing Rules as and when applicable.

## **DEFINITIONS**

In this announcement, the following terms have the meanings set forth opposite to them:

“Board”	the board of Directors;
“Company”	Hi Sun Technology (China) Limited, a company incorporated in Bermuda with limited liability, the shares of which are listed on the Stock Exchange (stock code: 818);
“Directors”	the directors of the Company;
“E-payment Terminal”	electronic funds transfer point-of-sale terminal;
“Framework Agreements”	the framework purchase agreements dated 18 October 2018, 21 October 2019 and 21 January 2020, respectively entered into between VBill OPCO and Tianyu Information pursuant to which VBill OPCO agreed to purchase certain E-payment Terminal products from Tianyu Information from time to time;
“Group”	the Company and its subsidiaries;

“Hong Kong”	the Hong Kong Special Administrative Region of the PRC;
“HK\$”	Hong Kong dollar, the lawful currency of Hong Kong;
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange;
“PRC”	the People’s Republic of China;
“Relevant Period”	the 12-month period commencing from 1 October 2019 and ending on 30 September 2020;
“Shareholder(s)”	the shareholder(s) of the Company;
“Stock Exchange”	The Stock Exchange of Hong Kong Limited;
“Tianyu Information”	武漢天喻信息產業股份有限公司 (unofficial English translation being Wuhan Tianyu Information Industry Co., Ltd.), a limited liability company incorporated in the PRC, the shares of which are listed on Shenzhen Stock Exchange (stock code: 300205);
“Transactions”	the purchase of E-payment Terminal products by the Group (through VBill OPCO) from Tianyu Information during the Relevant Period;
“VBill OPCO”	隨行付支付有限公司 (unofficial English translation being VBill Payment Co. Ltd.), a limited liability company incorporated in the PRC and is accounted for as an approximately 68.83% owned subsidiary of the Company; and
“%”	per cent.

By order of the Board  
**HI SUN TECHNOLOGY (CHINA) LIMITED**  
**Hui Lok Yan**  
*Company Secretary*

Hong Kong, 5 October 2020

*As at the date of this announcement, the Board consists of five executive Directors, namely Mr. Cheung Yuk Fung, Mr. Kui Man Chun, Mr. Xu Wensheng, Mr. Li Wenjin and Mr. Xu Changjun; three independent non-executive Directors, namely Mr. Tam Chun Fai, Mr. Leung Wai Man, Roger and Mr. Chang Kai-Tzung, Richard.*