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CHINA SHUN KE LONG HOLDINGS LIMITED

中國順客隆控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 974)

INSIDE INFORMATION

This announcement is made by China Shun Ke Long Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “**SFO**”).

References are made to the announcements of the Company dated 31 January 2021, 10 February 2021, 25 October 2021, 1 November 2021 and 28 April 2022 in respect of the debt restructuring plan of CCOOP Group Co., Ltd* (供銷大集集團股份有限公司) (“**CCOOP**”), an indirect controlling shareholder of the Company which is interested in approximately 70.42% of the total issued shares of the Company (the “**CCOOP Restructuring Plan**”). Pursuant to the CCOOP Restructuring Plan, 5,317,768,700 shares of CCOOP converted from capital reserve (the “**CCOOP Shares**”) were reserved for the purposes of introducing investors and improving the CCOOP’s ability to continue as a going concern and cash flow.

The board of directors of the Company (the “**Board**”) noticed from CCOOP’s announcements dated 4 January 2024 that CCOOP signed an investment agreement relating to CCOOP (the “**Investment Agreement**”) with China Supply and Trade Group Co., Ltd* (中國供銷商貿流通集團有限公司) (“**China Supply**”), 北京中合農信企業管理諮詢有限公司 (“**Zhong He Nong Xin**”) and 中合聯投資有限公司 (“**Zhong He Lian**”, collectively with China Supply and Zhong He Nong Xin, the “**Industrial Investors**”) on 3 January 2024, pursuant to which (a) China Supply, Zhong He Nong Xin and Zhong He Lian agreed to purchase 1,335 million, 1,165 million and 100 million CCOOP Shares respectively before 31 March 2024; and (b) the Industrial Investors will introduce first batch of financial investors who would purchase no less than 1.8 billion CCOOP Shares before 31 March 2024 and, depending on the operational needs of CCOOP and the market conditions, introduce second batch of financial investors who would purchase the remaining CCOOP Shares before 30 September 2024.

It is also agreed in the Investment Agreement that the board of directors of CCOOP will consist of 7 members. The Industrial Investors will nominate 3 independent directors and 3 non-independent directors and HNA Commerce Holding Co., Ltd.* (海航商業控股有限公司), the existing controlling shareholder of CCOOP, will nominate 1 director.

The Investment Agreement will be effective upon, inter alia, CCOOP obtaining its shareholders' approval at the general meeting. CCOOP's board of directors has convened a general meeting to be held on 19 January 2024 (a) to approve the Investment Agreement and (b) to authorise the board of directors of CCOOP to deal with matters relating to the introduction of Industrial Investors and the financial investors.

As disclosed in the announcements published by CCOOP dated 4 January 2024:–

- (a) New Cooperation Trade Chain Group Co., Ltd.* (新合作商貿連鎖集團有限公司) (the “**New Cooperation**”) and its parties acting in concert together hold 7.72% equity interests in CCOOP. New Cooperation and each of the Industrial Investors are controlled by All China Federation of Supply and Marketing Cooperatives* (中華全國供銷合作總社) (“**ACFSMC**”) and they are parties acting in concert;
- (b) upon completion of the purchases of CCOOP Shares by the Industrial Investors, China Supply, Zhong He Nong Xin and Zhong He Lian will hold 6.97%, 6.08% and 0.52% equity interests in CCOOP respectively. The Industrial Investors, the New Cooperation and its parties acting in concert together will hold 21.28% equity interest in CCOOP; and
- (c) as China Supply, Zhong He Lian and New Cooperation intend to entrust their voting rights in the shares of CCOOP to Zhong He Nong Xin, the controlling shareholder of CCOOP will be changed to Zhong He Nong Xin and the actual controller of CCOOP will be changed to ACFSMC.

Upon completion of the transactions contemplated under the Investment Agreement and assuming there are no other changes to the shareholding structure of the Company, CCOOP will remain as the controlling shareholder of the Company holding approximately 70.42% of the total issued shares of the Company.

CCOOP's announcements relating to the Investment Agreement can be found on the website of the Shenzhen Stock Exchange at <https://www.szse.cn/disclosure/listed/bulletinDetail/index.html?aec9c00d-28fb-42e2-9b21-01d5b72e19f1>, <https://www.szse.cn/disclosure/listed/bulletinDetail/index.html?d0b7a219-672d-43bd-b080-04c153db7d24>, <https://www.szse.cn/disclosure/listed/bulletinDetail/index.html?ab012e1b-4439-4616-b59a-9a439d0c2224>, <https://www.szse.cn/disclosure/listed/bulletinDetail/index.html?8aad88fa-6f9d-4ac3-9c54-3a9b044265a3> and <https://www.szse.cn/disclosure/listed/bulletinDetail/index.html?25eb2a37-c578-46fc-98aa-d956fdfe9394>.

The Company will closely monitor the incident and its subsequent development and influence, and will comply with the relevant disclosure requirements under the Listing Rules and the SFO in a timely manner.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

By Order of the Board
China Shun Ke Long Holdings Limited
Shang Duoxu
Chairman and Executive Director

Hong Kong, 4 January 2024

As at the date of this announcement, the executive Directors are Mr. Shang Duoxu and Mr. Han Wei; the non-executive Director is Ms. Wang Hui; and the independent non-executive Directors are Mr. Cheng Hok Kai Frederick and Mr. Ma Ren.

* *For identification purpose only*