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TiantuCapital  天图投资

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Tian Tu Capital Co., Ltd.

深圳市天圖投資管理股份有限公司

(a joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 1973)

**ANNOUNCEMENT
PROPOSED ISSUANCE OF SCIENCE AND TECHNOLOGY
INNOVATION NOTES**

On July 10, 2025, the board (the “**Board**”) of directors (the “**Directors**”) of Tian Tu Capital Co., Ltd. (the “**Company**”) considered and approved the resolution in relation to the proposed issuance (the “**Proposed Issuance**”) of the science and technology innovation notes (the “**Sci-Tech Innovation Notes**”) by the Company, the proposed principal terms of which are set out below:

1. Register and Issue size and term

The total amount of the application for registration and issuance of the Sci-Tech Innovation Notes is no more than RMB0.3 billion (including RMB0.3 billion), which may be issued in single or multiple tranches. The maximum term of the Sci-Tech Innovation Notes is for no longer than 10 years (including 10 years), with annual interest payments and repayment of the principal amount at maturity. The specific size and term of issuance shall be determined by the Board, subject to authorization by the general meeting within the aforementioned range, taking into account the Company's capital needs and prevailing market conditions at the time of issuance.

2. Method of Issuance

The issuance should only be made to Institutional investor by way of private placement, and shall only be made in compliance with the relevant laws and regulations.

3. Par Value and Issue Price

The Sci-Tech Innovation Notes will be issued at par value, with the interest rate to be determined through a centralized book-building process.

4. Use of proceeds

The proceeds of the Sci-Tech Innovation Notes are intended to be used as to 70% or more on funding of investment funds or equity investment, and the remainder of the proceeds may be used to replace funds utilized for funding investment funds or equity investments within one year, replenishment of working capital or repayment of interest-bearing debt.

5. Validity period

The resolution for the Sci-Tech Innovation Notes issuance will be valid beginning from the date of approval by the general meeting and shall remain valid during the registration, issuance and duration of this issuance.

6. To ensure the execution of the issuance of the Sci-Tech Innovation Notes orderly and efficient, the Board proposes for the shareholder to authorize the Board to deal with all specific matters related to the registration and issuance, including but not limited to the following:

- I. Formulate and adjust the specific terms and conditions of this application for registration and issuance, including but not limited to the specific issuance size, issuance method, term, credit enhancement matters (if any), target investors, credit rating arrangements (if any), and the specific use of proceeds, taking into account the Company's actual needs and prevailing market conditions, to the extent permitted by applicable laws and regulations;
- II. Determine and engage underwriters and other intermediaries to provide services for this issuance;
- III. Decide on and handle the application, issuance, and all other necessary matters related to this issuance;
- IV. Establish a supervision account for the proceeds of this issuance and handle matters related to the management of the proceeds;
- V. Conduct relevant information disclosure in accordance with applicable regulatory requirements;
- VI. Handle other matters related to this issuance.

The authorization shall remain valid from the date of the Company's general meeting resolution until the completion of all authorized matters.

7. Reasons and benefits of the Sci-Tech Innovation Notes issuance

The Board considers that the Sci-Tech Innovation Notes issuance will further reduce the Company's financing costs, diversify its funding channels, expand its business scale, and enhance its profitability and risk resilience. Therefore, the Board believes the Sci-Tech Innovation Notes issuance to be fair and reasonable, and in the interests of the Company and its shareholders as a whole.

Pursuant to the relevant laws and regulations of the PRC and the articles of association of the Company, such Proposed Issuance is subject to the approval of the shareholders by way of ordinary resolution at the upcoming general meeting of the Company. A circular containing, among other things, details of the Proposed Issuance together with a notice convening an extraordinary general meeting to approve, among other matters, the matters set out above, will be published on the websites of the Stock Exchange at www.hkexnews.hk and the Company at www.tiantucapital.com, in the manner as required by the Listing Rules in due course.

By order of the Board
Tian Tu Capital Co., Ltd.
(深圳市天圖投資管理股份有限公司)
Wang Yonghua
Chairman and Executive Director

Shenzhen, the PRC
July 10, 2025

As at the date of this announcement, the Board of the Company comprises Mr. Wang Yonghua, Mr. Feng Weidong and Ms. Zou Yunli as executive Directors; Mr. Wang Shisheng, Mr. Li Lan and Ms. Yao Jiawen as non-executive Directors; Mr. Wang Shilin, Mr. Diao Yang and Mr. Tsai Lieh (alias. Tsai Leo) as independent non-executive Directors.