TiantuCapital 天图投资

专注消费品投资 1973.HK

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)

DISCLOSURE UNDER RULE 13.17 OF THE LISTING RULES

The announcement is made by Tian Tu Capital Co., Ltd. (the "**Company**", together with its subsidiaries, the "**Group**") pursuant to Rule 13.17 of the Rules Governing the Listing of Securities of The Stock Exchange of Hong Kong Limited (the "**Listing Rules**").

On October 14, 2025, the Company issued its 2025 non-publicly issued corporate bonds to professional investors (Phase I) (abbreviation: 25 Tiantu01, the "**Bonds**"). The total issuance volume of the Bonds was RMB200 million, with a final coupon rate of 2.58% per annum, a term of 3 years (the Bonds is embedded with an investor put option and an issuer coupon rate adjustment option at the end of the second interest accrual year of its tenor) and an issue price of RMB100 per unit. The Bonds were guaranteed by China Securities Credit Financing Guarantee Co., Ltd. (中證信用融資擔保有限公司, "**China SFG**"), and in turn China SFG has obtained counter-guarantees from the Company including pledges of certain equity securities of unlisted companies held by the Group to secure its guarantee obligations.

Mr. Wang Yonghua has entered into a share charge agreement with China SFG on October 30, 2025 (the "**Agreement**"), charging 105,215,378 unlisted shares of the Company (representing approximately 20.24% of the Company's unlisted shares, or 15.18% of the total issued shares of the Company as at the date of this announcement), in favor of China SFG's guarantee obligations in relation to the Bonds. Prior to the execution of the Agreement, Mr. Wang Yonghua had charged an aggregate of 103,954,622 unlisted shares of the Company (representing approximately 20.00% of the Company's unlisted shares, or 15.00% of the total issued shares of the Company) in favor of Shenzhen Credit Guarantee and Enhancement Financing Guarantee Co., Ltd., (深圳市深擔增信融資擔保有限公司, "**Shenzhen Guarantee**") as security in favor of Shenzhen Guarantee's guarantee obligations in relation to the corporate bonds issued by the Company on May 5, 2022 with a principal amount of RMB300 million.

The Agreement, entered into by Mr. Wang Yonghua (a connected person of the Company), to provide financial assistance to the Group constitute connected transaction of the Company under Chapter 14A of the Listing Rules. It is fully exempted from the reporting, announcement and independent shareholders' approval requirement pursuant to Rule 14A.90 of the Listing Rules as it was conducted on normal commercial terms (or better to the Company) and was not secured by any asset of the Group.

The share charge of unlisted shares held by Mr. Wang Yonghua is in the commercial interests of the Company and will not affect the free float of the Company's H shares.

The Company will make continuing disclosures in its subsequent interim and annual reports pursuant to the requirements of Rule 13.21 of the Listing Rules for so long as circumstances giving rise to the disclosure obligations under Rule 13.17 of the Listing Rules continue to exist.

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)
Mr. Wang Yonghua
Chairman and Executive Director

Shenzhen, the PRC, October 30, 2025

As at the date of this announcement, the board of directors 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; and Mr. Wang Shilin, Mr. Diao Yang and Mr. Tsai Lieh (alias. Tsai Leo) as independent non-executive directors.