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**Overseas Chinese Town (Asia) Holdings Limited**  
**華僑城(亞洲)控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 03366)**

**MAJOR TRANSACTION**  
**GRANT OF WAIVER FROM STRICT COMPLIANCE WITH**  
**RULE 14.41(A) OF THE LISTING RULES**

Reference is made to the announcement of Overseas Chinese Town (Asia) Holdings Limited (the “**Company**”) dated 13 August 2020 in relation to the major transaction of the Company relating to the finance lease agreement entered into between Chengdu Tianfu OCT Industry Development Co., Ltd.\* (成都天府華僑城實業發展有限公司), an indirect non-wholly subsidiary of the Company and CMB Financial Leasing Co., Ltd. (招銀金融租賃有限公司) (the “**Announcement**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as defined in the Announcement.

Pursuant to Rule 14.41(a) of the Listing Rules, as the Finance Lease Agreement is approved by way of a written shareholder’s approval in lieu of a resolution to be passed at a general meeting of the Company pursuant to Rule 14.44 of the Listing Rules, a circular (the “**Circular**”), containing further details of the Finance Lease Agreement and the transaction contemplated thereunder and such other information as required under the Listing Rules, shall be despatched to the Shareholders within 15 business days after the publication of the Announcement. As additional time is required for the Company to finalise certain information to be disclosed in the Circular, in particular, the working capital sufficiency statement and for the Stock Exchange’s vetting of the Circular, the Company has applied to the Stock Exchange for a waiver from strict compliance with Rule 14.41(a) of the Listing Rules.

The Company hereby announces that the Stock Exchange has on 11 September 2020 granted the waiver to the Company on the condition that the Company will despatch the Circular to the Shareholders on or before 24 September 2020 and disclose the details and reasons of the waiver as set out in this announcement. The Stock Exchange may change the waiver if the Company's situation changes.

By the order of the Board  
**Overseas Chinese Town (Asia) Holdings Limited**  
**Zhang Dafan**  
*Chairman*

Hong Kong, 14 September 2020

*As at the date of this announcement, the Board comprises seven Directors, namely: Mr. Zhang Dafan, Ms. Xie Mei and Mr. Lin Kaihua as executive Directors; Mr. Wang Wenjin as non-executive Director; Ms. Wong Wai Ling, Mr. Lam Sing Kwong Simon and Mr. Chu Wing Yiu as independent non-executive Directors.*

*\* for identification purpose only*