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KB

KINGBOARD HOLDINGS LIMITED
建滔集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 148)

DISCLOSEABLE TRANSACTION
SUBSCRIPTION OF SENIOR NOTES

SUBSCRIPTION OF SENIOR NOTES

On 18 November 2020, the Company, a wholly-owned subsidiary, subscribed for the November 2020 GZRF Notes in the principal amount of US$100,000,000.

LISTING RULES IMPLICATIONS

As one of the applicable percentage ratios in respect of the November 2020 GZRF Notes, on a standalone basis or aggregated with the GZRF Notes acquired by the Group during the Relevant Period, exceeds 5% but is less than 25%, the acquisition constitutes a discloseable transaction of the Company and is subject to reporting and announcement requirements under Chapter 14 of the Listing Rules.

INTRODUCTION

On 18 November 2020, the Company, a wholly-owned subsidiary, subscribed for the November 2020 GZRF Notes in the principal amount of US$100,000,000. Information of the Notes is as follows:

Date:	18 November 2020
Amount:	US$100,000,000

Principal Terms

Issuer:	Easy Tactic Limited
Guarantors:	R&F HK, certain existing non-PRC subsidiaries

Aggregate principal amount and maturity date:	US$360,000,000 due 2022
Coupon:	12.375% per annum, payable semi-annually
Use of proceeds:	Refinancing of existing offshore debt
Optional Redemption:	At any time on 18 November 2022, the GZRF Issuer may redeem the Notes
Listing:	Application has been made for the listing and quotation of the GZRF November 2020 Notes on the SGX-ST

OTHER GZRF NOTES HELD

As at the date of this announcement, apart from the November 2020 GZRF Notes, the Group holds the following GZRF Notes, which are listed on the SGX-ST:

1. February 2019 GZRF Notes

Date of acquisition:	(i) 7 May 2020 (ii) 12 May 2020
Aggregate principal amount of the GZRF Notes held:	US$5,000,000

Principal Terms

Issuer:	Eastern Tactics Limited
Guarantors:	R&F HK, certain existing non-PRC subsidiaries of GZRF Parent and certain of the GZRF JV Subsidiary Guarantors
Keepwell Provider:	GZRF Parent
Aggregate principal amount and maturity date:	US$450,000,000 due 2023
Coupon:	8.125% per annum, payable semi-annually
Use of proceeds:	Offshore refinancing
Optional Redemption:	At any time on 27 February 2021, the GZRF Issuer may redeem the Notes
Listing:	Listed on the SGX-ST

2. The January 2019 GZRF Notes Due 2022

Da e f ac n:	( ) 14 A 2020 ( ) 12 Ma 2020
A n ed a f e da e f a an n ce e :	US$4,000,000

Princi al Terms

I e :	Ea Tac c L ed
G a an :	R&F HK, ce a n e e n n n-PRC b d a e f GZRF P e e and an f e GZRF JV S b d a G a an
Kee e P de :	GZRF P e e
A e a e nc a a n and a da e:	US$300,000,000 d e 2022
C n a e:	9.125% e an a , a ab e e -an a
U e f ceed :	Off e ef nan c n
O na Rede n:	A an e 28 Jan a 2021, e GZRF I e a n e edee e e n n e
L n :	L ed n e SGX-ST

3. The January 2019 GZRF Notes Due 2021

Da e f b c n:	3 Jan a 2019
A n :	US$12,041,000

Princi al Terms

I e :	Ea Tac c L ed
G a an :	R&F HK, ce a n e e n n n-PRC b d a e f GZRF P e e and an f e GZRF JV S b d a G a an
Kee e P de :	GZRF P e e
A e a e nc a a n and a da e:	US$500,000,000 d e 2021

C n a e:	8.75% e an n , a ab e e -an n a
U e f ceed :	Off e ef n an c n
O na Rede n:	A an e 10 Jan a 2021, e GZRF I e a n e edeem e en n e
L n :	L ed n e SGX-ST

4. The Se_tember 2018 GZRF Notes

Da e f b c n and ac n:	( ) 27 Se e be 2018 ( ) 7 Ma 2020
A n ed da f e da e f a an n ce e n :	US$18,500,000

Princi_al Terms

I e :	Ea Tac c L ed
G a an :	R&F HK, ce a n e e n n -PRC b d a e f GZRF P e e and, bjec ce a n e a a , ce a n b d a e f GZRF P e e nc a ed n Ma a a
Kee e P de :	GZRF P e e
A e a e nc a a n and a da e:	US$200,000,000 d e 2021
C n a e:	8.875% e an n , a ab e e -an n a
U e f ceed :	Off e ef n an c n
O na Rede n:	A an e and f e e n af e 27 Se e be 2020, e GZRF I e a n e n a edeem e en n e
L n :	L ed n e SGX-ST

A e a e nc a a r n and r a da e:	US$500,000,000 d e 2023
C n a e:	5.875% e a nn r, a ab e e r -a nn a
U e f ceed :	Ref na nc n deb and f e ne a c a e e
O na eder n:	A a n r e and f r r e n af e 17 N e r be 2020, e GZRF I e r a n , e n a edeer e en n e
L n :	L ed n e SGX-ST

Status of the GZRF Notes

T e GZRF N e a e (1) e d ec , n b d na ed, nc nd na and ec ed b a n f e GZRF I e ; (2) a a and efe ence ar n er e e ; (3) a a n eed b e GZRF S b d a G a a n and/ a n f e GZRF JV S b d a G a a n a de r ed- ec e a a n ee n a en ba ; (4) effec e b d na ed e e ec ed b a n f GZRF P e e , R&F HK, e e GZRF S b d a G a a n and a n f e GZRF JV S b d a G a a n , e e x en f e a e f e a e e n a ec e ef ; (5) en ed a en nce a nc a e a ; and (6) a e a n ed effec e en n , f a r en , e ec e a e f e c a e a ed ed b e GZRF I e , R&F HK and e e GZRF S b d a G a a n ec n e e e a n n e (bjec a n f c , nec ed b a n a n a cab e a).

INFORMATION ON THE GZRF ISSUER, R&F HK AND THE KEEPWELL PROVIDER

GZRF G nc a en a ed n e de e r en and a e f e e , e n e r en , e e a n and e e de e r en e a ed e ce n e PRC.

T e GZRF I e an n e r en , d n c r an nc a ed n e B V n I and and an nd ec - ned b d a f GZRF P e e . R&F HK an n e r en , d n c r an nc a ed n H n K n and an nd ec - ned b d a f GZRF P e e .

T e be f e D ec ' n ed e, nf r a n and be ef a n r ade ea nab e en , e GZRF I e , GZRF P e e , e b an a a e , de and e r a e c n n a e , de e e f a e , d a e nde ende n f r e C r an and c nnec ed e n .

INFORMATION ON THE GROUP

T e C r an an n e r en , d n c r an . T e G nc a en a ed n e r an fac e and a e f ar na e, ned c c b a d , c er ca and r a ne c d c , and e de e r en and n e r en .

REASONS AND BENEFITS FOR THE TRANSACTION

T e C r an c n de a e an ac n n e a n e GZRF N e de ab e
n e f e G f e a e f n e r en f and f ene a n ab e
nc r e. T e GZRF I e a ca ed e f nanc a n r en f c e

GZRF S b d a G a a	R&F HK a d ce a e -PRC b d a e f GZRF P e e
HK$	H K d a , e a f c e c f e H K S ec a Ad a e Re f e PRC
L R e	e R e G e a e L f Sec e e S c E c a e
N e be 2020 GZRF N e	US$ de a ed 12.375% e e ed b e GZRF I e
PRC	e Pe e' Re b c f C a a d f e e f a a ce e , e c de H K , Maca S ec a Ad a e Re a d Ta a
RMB	Re b , e a f c e c f e PRC
R&F HK	R&F P e e (HK) C a L ed, a - ed b d a f GZRF P e e
SGX-ST	S a e E c a e Sec e T ad L ed
S c E c a e	T e S c E c a e f H K L ed
%	e ce

B O de f e B a d
Kingboard Holdings Limited
Lo Ka Leong
Company Secretary

H K , 18 N e be 2020

As at the date of this announcement, the board of directors of Kingboard Holdings Limited consists of Messrs. Cheung Kwok Wing, Chang Wing Yiu, Cheung Kwong Kwan, Ho Yin Sang, Cheung Wai Lin, Stephanie, Cheung Ka Shing and Chen Maosheng, being the executive directors and Messrs. Cheung Ming Man, Chong Kin Ki, Chan Wing Kee and Stanley Chung Wai Cheong, being the independent non-executive directors.