

# TARGET

## Intelligence Report

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T U E S D A Y

June 20, 2023

### **TEMPUS HOLDINGS LTD: THE CHAIRMAN SEEMS TO BE IN TSURIS**

Wan Tai Investments Ltd (萬鈦投資有限公司), a wholly owned, indirect subsidiary of China Construction Bank Corporation (中國建設銀行股份有限公司) – a Joint Stock Company, incorporated in the People's Republic of China (PRC), its entire Issued Share Capital, being listed on the Main Board of The Stock Exchange of Hongkong Ltd, Stock Code: 939 – is the Plaintiff in Action Number 878 of 2023, filed in the High Court of The Hongkong Special Administrative Region (HKSAR) of the PRC.

The lone Defendant to this Action is Mr Zhong Bai Sheng (鍾百勝), Chairman and Non-Executive Director of Tempus Holdings Ltd (騰邦控股有限公司) (Code: 6880, Main Board, The Stock Exchange of Hongkong Ltd).

The Writ of Summons, Number 878 of 2023, Endorsement of Claim attached, was filed on or about Thursday, June 8, 2023.

The three addresses of the Defendant were given in the recitals of the Writ of Summons as being as follows:

1. Number 701, Chaoyang Ge, Central Garden,  
Futian District Shenzhen,  
Guangdong Province,  
The People's Republic of China  
(中國廣東省深圳市福田區中央花園朝陽閣 701).
2. Tempus Group Building, Seventh Floor,  
Number Nine, Taohua Road,  
Futian Bonded Area,  
Shenzhen,  
The People's Republic of China, 518038  
(中國深圳市福田保稅區桃花路 9 號騰邦集團大廈 7 樓 518038).
3. Unit 3602, 36<sup>th</sup> Floor,  
Citicorp Centre,  
Number 18, Whitfield Road,

Causeway Bay,  
The Hongkong Special Administrative Region of  
The People's Republic of China.

The Plaintiff is seeking from the lone Defendant the payment of the sum of \$HK213,641,832.71 (the '**Outstanding Amount**'), et alia.

The following is a verbatim copy of the '**ENDORSEMENT OF CLAIM**':

- '1. The Plaintiff is a company incorporated in the British Virgin Islands and a registered non-Hong Kong company, with its principal place of business at 12/F, CCB Tower, 3 Connaught Road Central, Central, Hong Kong. It is a wholly owned special purpose vehicle of CCBI Investment Limited (建銀國際投資有限公司) which is a wholly owned indirect subsidiary of China Construction Bank Corporation, a company listed on the Hong Kong Stock Exchange and on the Shanghai Stock Exchange.*
- '2. The Defendant is the chairman, a non-executive director and controlling shareholder of Tempus Holdings Limited (騰邦控股有限公司) (stock code: 6880) (the "**Issuer**").*
- '3. Pursuant to a subscription agreement dated 15 May 2018 entered into between the Plaintiff (as original bondholder) and the Issuer (as issuer) (as amended by an amendment agreement dated 30 May 2018 between the Plaintiff and the Issuer) (the "**Subscription Agreement 1**"), the Issuer issued to the Plaintiff and the Plaintiff purchased from the Issuer senior guaranteed convertible bonds in the aggregate principal amount of HK\$160,000,000 (the "**Bonds 1**") pursuant to the terms and subject to the conditions contained therein, as evidenced by the bonds instrument executed by the Issuer dated 1 June 2018 and the bonds certificate (certificate no. 1) issued by the Issuer dated 1 June 2018.*
- '4. Pursuant to a deed of guarantee dated 1 June 2018 entered into between the Plaintiff (as the secured party) and the Defendant (as personal guarantor) (the "**Deed of Guarantee 1**"), the Defendant (inter alia) irrevocably, absolutely and unconditionally guaranteed to the Plaintiff the due and punctual observance and performance by the Issuer of all of the guaranteed liabilities under or in connection with the Subscription Agreement 1 and the Bonds 1 and undertook to pay to the Plaintiff upon demand any and all sums of money which the Issuer is at any time liable, or expressed to be liable, to pay to the Plaintiff under or pursuant to the Subscription Agreement 1 and the Bonds 1.*
- '5. Pursuant to a subscription agreement dated 9 October 2018 entered into between the Plaintiff (as original bondholder) and the Issuer (as issuer) (the "**Subscription Agreement 2**"), the Issuer issued to the Plaintiff and the Plaintiff purchased from the Issuer senior guaranteed convertible bonds in the aggregate principal amount of*

*HK\$30,000,000 (the “**Bonds 2**”) pursuant to the terms and subject to the conditions contained therein, as evidenced by the bonds instrument executed by the Issuer dated 16 October 2018 and the bonds certificate (certificate no. 1) issued by the Issuer dated 16 October 2018.*

- ‘6. Pursuant to a deed of guarantee dated 16 October 2018 entered into between the Plaintiff (as the secured party) and the Defendant (as personal guarantor) (the “**Deed of Guarantee 2**”), the Defendant (inter alia) irrevocably, absolutely and unconditionally guaranteed to the Plaintiff the due and punctual observance and performance by the Issuer of all of the guaranteed liabilities under or in connection with the Subscription Agreement 2 and the Bonds 2 and undertook to pay to the Plaintiff upon demand any and all sums of money which the Issuer is at any time liable, or expressed to be liable, to pay to the Plaintiff under or pursuant to the Subscription Agreement 2 and the Bonds 2.*

**‘THE PLAINTIFF’S ...** [CLICK TO ORDER FULL ARTICLE](#)

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