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## **MECOM POWER AND CONSTRUCTION LIMITED**

**澳能建設控股有限公司**

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

**(Stock code: 1183)**

### **ANNOUNCEMENT PURSUANT TO RULE 13.18 OF THE LISTING RULES**

This announcement is made by the Company pursuant to Rule 13.18 of the Listing Rules.

The Company and Ao Gang Construction (among others) entered into the Facility Agreement with the Bank for the Facilities made available by the Bank to Ao Gang Construction on the terms contained therein.

Under the terms of the Facility Agreement, it will constitute an event of default if, among other things, Mr. Kuok or Mr. Sou ceases to exercise management control right over the Company. On and at any time after the occurrence of a continuing event of default, the Bank may, upon notice to the borrowers and/or guarantors thereunder (as the case may be), cancel all or any part of the commitment immediately and/or declare that all or part of the Facilities, together with the accrued interest, and all other amounts accrued or outstanding become immediately due and payable and/or declare that all or part of the Facilities be payable on demand; and/or exercise any or all of its rights, remedies, powers and discretions under the Facility Agreement.

The Company will continue to make relevant disclosure in its subsequent interim and annual reports pursuant to Rule 13.21 of the Listing Rules for so long as circumstances giving rise to the obligation under Rule 13.18 of the Listing Rules continue to exist.

### **DEFINITIONS**

The following terms have the following meanings in this announcement unless the context otherwise requires:

“Ao Gang Construction”	Ao Gang Construction (Macau) Limited, a company established in Macau with limited liability and an indirect non-wholly owned subsidiary of the Company which is owned as to 60% by the Company and 40% by the JV Partner
“Bank”	Tai Fung Bank, Macau Branch, a commercial bank in Macau and an Independent Third Party
“Board”	the board of Directors of the Company

“Company”	MECOM Power and Construction Limited, an exempted company incorporated in the Cayman Islands with limited liability, the issued shares of which are listed on the Main Board of the Stock Exchange (stock code: 1183)
“Controlling Shareholder”	has the meaning ascribed to it under the Listing Rules, and in the context of the Company as at the date of this announcement, includes, among others, Mr. Kuok and Mr. Sou
“Director(s)”	the director(s) of the Company
“Facility Agreement”	the facility agreement dated 15 October 2024 (which was fully countersigned by the guarantors on 16 October 2024) between Ao Gang Construction as borrower, the Bank as lender, the Company as guarantor (to the extent of 60% of the outstanding liabilities incurred by Ao Gang Construction thereunder), the JV Partner and the JV Partner Shareholders as guarantors (to the extent of 40% of the outstanding liabilities incurred by Ao Gang Construction thereunder), and MECOM New Materials as guarantor for (i) the revolving invoice financing facility of up to HK\$40,000,000 for the period up to 11 October 2025, and (ii) a revolving loan facility of up to HK\$60,000,000 for the period up to 27 October 2025 (collectively, the “Facilities”)
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Independent Third Party(ies)”	third party(ies) which is (are) independent of the Company and the connected persons (as defined in the Listing Rules) of the Company
“JV Partner”	將作重工裝備科技(澳門)有限公司 (Chang Tsuo Heavy Equipment Technology (Macau) Co., Ltd.*), a company incorporated in Macau with limited liability and an Independent Third Party (save for its interests in Ao Gang Construction)
“JV Partner Shareholders”	the shareholders of the JV Partner, namely Mr. Deng Jianghua and Mr. Zhu Qingshan, who are Independent Third Parties (save for their interest in Ao Gang Construction through the JV Partner)
“Listing Rules”	Rules Governing the Listing of Securities on the Stock Exchange
“Macau”	the Macau Special Administrative Region of the PRC
“MECOM New Materials”	澳能國際新材料科技(廣東)有限公司 (MECOM International New Materials Technology (Guangdong) Co., Ltd.*), a company established in the PRC with limited liability and an indirect non-wholly owned subsidiary of the Company

“Mr. Kuok”	Mr. Kuok Lam Sek, the chairman of the Board, executive Director and a Controlling Shareholder of the Company, who is ultimately interested in 2,040,800,000 shares of the Company, representing 51.2% of the Company’s total issued shares as at the date of this announcement
“Mr. Sou”	Mr. Sou Kun Tou, the chief executive officer and deputy chairman of the Board, an executive Director and a Controlling Shareholder of the Company, who is ultimately interested in 2,040,800,000 shares of the Company, representing 51.2% of the Company’s total issued shares as at the date of this announcement
“PRC”	the People’s Republic of China
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

\* *For identification purpose only*

By Order of the Board  
**MECOM Power and Construction Limited**  
**Kuok Lam Sek**  
*Chairman*

Hong Kong, 16 October 2024

*As at the date of this announcement, the executive Directors are Mr. Kuok Lam Sek and Mr. Sou Kun Tou, and the independent non-executive Directors are Ms. Chan Po Yi, Patsy, Mr. Cheung Kiu Cho, Vincent and Mr. Lio Weng Tong.*