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中澤豐國際有限公司

RENZE HARVEST INTERNATIONAL LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 01282)

DISCLOSEABLE TRANSACTION SUBSCRIPTION OF FUND

THE SUBSCRIPTION

On 28 February 2025, the Subscriber subscribed for the Segregated Portfolio of the Fund in the total subscription amount of HK\$60,000,000, at an aggregate consideration of HK\$60,000,000, exclusive of transaction costs.

LISTING RULES IMPLICATIONS

As one or more of the applicable percentage ratios (as defined under the Listing Rules) in respect of the Subscription exceeds 5% but is less than 25%, the Subscription constitutes a discloseable transaction of the Company and is subject to the reporting and announcement requirements but exempt from the Shareholders' approval requirement under Chapter 14 of the Listing Rules.

THE SUBSCRIPTION

On 28 February 2025, the Subscriber subscribed for the Segregated Portfolio of the Fund in the total subscription amount of HK\$60,000,000, at an aggregate consideration of HK\$60,000,000, exclusive of transaction costs.

The Subscription will be funded by the internal resources of the Group.

The following information was extracted from the Offering Memorandum or as informed by the Investment Manager:

Principal terms of the Segregated Portfolio of the Fund

Fund:	Atlantic Strategic SPC Fund II
Segregated Portfolio:	Glory Sun High Yield Bond SP
Investment Manager:	Atlantic Asset Management Limited
Administrator:	Amicorp Fund Services Asia Limited
Prime Broker:	Glory Sun Securities Limited
Investment objective of the Segregated Portfolio of the Fund:	The investment objective of the Segregated Portfolio is to achieve an enhanced total return from capital appreciation and/or income generation.
Investment policy of the Segregated Portfolio of the Fund/investment strategy:	<p>The Segregated Portfolio seeks to achieve its objective by mainly investing, directly or indirectly, including, but not limited to deposits, government bills, commercial papers, other money market instruments and/or debt securities issued by issuers including, but not limited to, governments, quasi-governments, international organisations, financial institutions and other corporation (including those that may be issued by the Investment Manager's Affiliates).</p> <p>The Segregated Portfolio may also invest, directly or indirectly, in other financial instruments including, but not limited to listed and unlisted equities, preferred stocks, convertible securities, financial derivative instruments, structured deposits, structured products, asset backed securities and/or collective investment schemes of any kind (including open or closed ended and those that are authorised and/or registered, as well as those managed by the Investment Manager and/or its Affiliates).</p>
Management fee:	Up to 2% per annum
Subscription fee:	Up to 5% per annum
Performance fee:	Each Share will be subject to a Performance Fee for each Calculation Period at the rate of twenty per cent (20%) of the appreciation in the net asset value ("NAV") (adjusted for (i) any NAV adjustments; and (ii) any redemptions, and before deduction of any accrued Performance Fees and any dividend) above the High Water Mark during the Calculation Period.

Redemption: A share of no par value of any class of the Segregated Portfolio of the Fund will be redeemed at a price based on the NAV per share calculated on the relevant valuation day, less, any applicable redemption fee, as detailed in the Offering Memorandum.

Application for redemption shall be made by facsimile, electronic mail or other electronic means (provided the originals follows promptly) to the Administrator with a copy to the Investment Manager at its facsimile number or electronic mailing address as set out in the Offering Memorandum no later than 5:00 p.m. (Hong Kong time) on a business day falling at least twenty business days before the next coming redemption day or such lesser period as the directors of the Segregated Portfolio of the Fund may permit either generally or in a particular case. The directors of the Segregated Portfolio of the Fund may extend or waive the redemption deadline for receipt of any redemption request.

The redemption proceeds will generally be paid to the redeeming party within fifteen business days of the relevant redemption day or, if the net asset value of the Segregated Portfolio has not been finalised at that time, within fifteen business days of finalisation of the net asset value of the Segregated Portfolio being redeemed.

Expected annual return of the Segregated Portfolio of the Fund:

6% per annum

Term of the Segregated Portfolio of the Fund:

The Segregated Portfolio of the Fund is an open-ended fund that unlimited number of shares can be issued. There is not any express term of the Segregated Portfolio of the Fund. The Segregated Portfolio of the Fund shall operate until it is terminated by its fund directors upon (i) the last business day of the year in which all assets acquired or agreed to be acquired by the Segregated Portfolio of the Fund have been sold or disposed of or (ii) at such earlier time as the fund directors may determine.

Distribution Policy:

Income and capital gains arising in the Segregated Portfolio of the Fund in relation to accumulating shares will be reinvested into the Segregated Portfolio of the Fund. The Segregated Portfolio of the Fund will not distribute dividend annually.

Limitation of Redemption:	A Participating Share may not be redeemed during any Lock-Up Period applicable to it, unless the Directors waive or vary the Lock-Up Period.
Number of Investors participated in the Segregated Portfolio:	As at the date of this announcement, there is one investor participated in the Segregated Portfolio.

INFORMATION OF THE FUND, THE INVESTMENT MANAGER AND THE ADMINISTRATOR

The Fund is an exempted company with limited liability and registered as a segregated portfolio company under the laws of the Cayman Islands. The Segregated Portfolio was established by the Fund and was registered as a mutual fund with the Cayman Islands Monetary Authority in accordance with the Mutual Funds Act.

The Investment Manager was established in Hong Kong and is a wholly-owned subsidiary of the Company. The Investment Manager is licensed and regulated by the Securities and Futures Commission to conduct Type 4 regulated activity (advising on securities) and Type 9 regulated activity (asset management).

The Administrator is Amicorp Fund Services Asia Limited, a company incorporated in Hong Kong with limited liability. The Administrator is responsible for the general administration services of the Segregate Portfolio of the Fund, which include amongst other things, arranging calculation of net asset valuations, management, registrar and performance fees, maintaining financial books and records, maintaining a copy of the register and arranging for the issuance and redemption of the shares of the Segregate Portfolio of the Fund.

As at the date of this announcement, to the best of the knowledge, information and belief of the Directors, having made all reasonable enquiries, the Administrator and its ultimate beneficial owner are independent of the Company and connected persons of the Company.

INFORMATION OF THE GROUP

The Group is principally engaged in the business of automation, property investment and development, financial services and securities investment.

REASONS FOR AND BENEFITS OF THE SUBSCRIPTION

The Group subscribed for the Segregated Portfolio of the Fund for investment purpose. The Directors consider that the Subscription provides the Group with an opportunity to balance and diversify its investment portfolio, as well as for potential capital appreciation. The Subscription enables the Group to reduce the direct investment risks leveraging on the professional management of the Segregated Portfolio of the Fund and the Investment Manager.

The Directors consider the terms of the Subscription are on normal commercial terms which are fair and reasonable and the Subscription is in the interests of the Company and the Shareholders as a whole.

LISTING RULES IMPLICATIONS

As one or more of the applicable percentage ratios (as defined under the Listing Rules) in respect of the Subscription exceeds 5% but is less than 25%, the Subscription constitutes a discloseable transaction of the Company and is subject to the reporting and announcement requirements but exempt from the Shareholders' approval requirement under Chapter 14 of the Listing Rules.

DEFINITIONS

In this announcement, unless the context requires otherwise, the following expressions have the following meanings:

“Administrator”	Amicorp Fund Services Asia Limited
“Board”	the board of Directors
“Calculation Period”	each period of six (6) calendar months commencing on each 1 January and 1 July, provided that the first Calculation Period will be the period commencing on the first Subscription Day and ending on the next following 30 June or 31 December, as applicable
“Company”	Renze Harvest International Limited, a company incorporated in Cayman Islands with limited liability, whose issued shares are listed on the Main Board of the Stock Exchange (Stock Code: 01282)
“Director(s)”	the director(s) of the Company
“Fund”	Atlantic Strategic SPC Fund II, information of which is stated in the section headed “INFORMATION OF THE FUND, THE INVESTMENT MANAGER AND THE ADMINISTRATOR” in this announcement
“Group”	the Company and its subsidiaries

“High Water Mark”	in terms of each participating share, means the amount equivalent to the higher of: <ul style="list-style-type: none"> (a) the highest NAV of the relevant participating share (after payment of the performance fee and any dividend) as at the last Valuation Day in any previous Calculation Period; and (b) the subscription price at which the participating share was issued.
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Investment Manager”	Atlantic Asset Management Limited, information of which is stated in the section headed “INFORMATION OF THE FUND, THE INVESTMENT MANAGER AND THE ADMINISTRATOR” in this announcement
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Lock-Up Period”	In relation to each participating share, the lock-up period from and including the date on which the participating share is allotted and issued to its holder to and including the date falling two (2) years after such date or such other shorter period as the Directors may determine from time to time;
“Offering Memorandum”	offering memorandum of the Fund
“Prime Broker”	Glory Sun Securities Limited, a wholly owned subsidiary of the Company incorporated in Hong Kong with limited liability
“Segregated Portfolio”	Glory Sun High Yield Bond SP, information of which is stated in the section headed “INFORMATION OF THE FUND, THE INVESTMENT MANAGER AND THE ADMINISTRATOR” in this announcement
“Shareholder(s)”	holder(s) of the issued shares of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

“Subscriber”	Glory Sun Financial Investment Limited, a wholly owned subsidiary of the Company incorporated in Hong Kong with limited liability
“Subscription”	the subscription of the Segregated Portfolio of the Fund by the Subscriber in the total subscription amount of HK\$60,000,000
“%”	per cent.

By Order of the Board
Renze Harvest International Limited
Zhang Chi
Acting Chairman

Hong Kong, 28 February 2025

As at the date of this announcement, the Board comprises one executive Director, namely Mr. Li Minbin; one non-executive Director, namely Mr. Zhang Chi; and three independent non-executive Directors, namely Ms. Zhao Yizi, Ms. Zhang Juan and Mr. Chan Manwell.