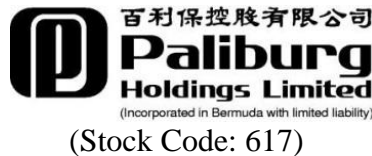


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## JOINT VOLUNTARY ANNOUNCEMENT

### LETTER OF INTENT IN RELATION TO DISPOSAL OF AIRCRAFT

This joint announcement is made by Century City International Holdings Limited (“**Century City**”), Paliburg Holdings Limited (“**Paliburg**”) and Regal Hotels International Holdings Limited (“**Regal**”) on a voluntary basis.

#### LETTER OF INTENT

Century City, Paliburg and Regal are pleased to announce that on 28 February 2024, Navigation Force Limited (the “**Seller**”), a wholly-owned subsidiary of Regal, entered into a letter of intent (the “**LOI**”) with a potential purchaser (the “**Potential Purchaser**”) in relation to the possible disposal of two Airbus A320-232 aircraft (collectively, the “**Aircraft**”) based on the terms set forth in the LOI (the “**Potential Disposal**”).

Regal is a listed subsidiary of Paliburg which in turn is a listed subsidiary of Century City. To the best knowledge, information and belief of the boards of directors of Century City, Paliburg and Regal, having made all reasonable enquiries, the Potential Purchaser and its beneficial owners are third parties independent of Century City, Paliburg and Regal and their connected persons (as defined under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

Pursuant to the LOI, the Seller and the Potential Purchaser will use commercially reasonable efforts to reach and execute sale and purchase agreement in relation to the Potential Disposal (the “**Sale and Purchase Agreement**”) within 30 days of the date of the LOI and to close the sale and purchase of the Aircraft on or about 30 April 2024 or such other date as the Seller and the Potential Purchaser may agree in writing.

#### Consideration

The total consideration for the Aircraft under the LOI is US\$44.5 million, subject to certain payment adjustments upon transfer of ownership title of the Aircraft to the Potential Purchaser.

## **Deposit**

Pursuant to the LOI, the Potential Purchaser has paid to the Seller the first deposit of US\$1,000,000 (the “**First Deposit**”). A further deposit of US\$1,000,000 will be payable by the Potential Purchaser to the Seller upon execution of the Sale and Purchase Agreement (together with the First Deposit, collectively the “**Deposit**”).

The Deposit is non-refundable except that if the Potential Disposal does not proceed because:-

- (i) the Aircraft, its records and the existing lease documents of the Aircraft are not in a condition satisfactory to the Potential Purchaser and the unsatisfactory condition cannot be rectified;
- (ii) the Seller fails to obtain approval of the Potential Disposal by its board of directors (the “**Seller’s Approval**”);
- (iii) the Potential Purchaser fails to obtain approval of the Potential Disposal by its board of directors or other governing body (the “**Potential Purchaser’s Approval**”);
- (iv) the Potential Purchaser notifies the Seller in writing that it is not satisfied (i) with “know your customer” information provided by the Seller and/or (ii) with its tax and sanctions due diligence;
- (v) there is a total loss of the Aircraft;
- (vi) there is material damage to the Aircraft and the Potential Purchaser has notified the Seller that it will not proceed with the transaction;
- (vii) any conditions precedent set out in the LOI or agreed in the Sale and Purchase Agreement is not completed for any reason except if directly attributable to the Potential Purchaser; or
- (viii) the sale of the Aircraft does not occur by 31 May 2024 (or such later date as the Seller and the Potential Purchaser may agree in writing) for any reason except as a direct result of a breach by the Potential Purchaser of its obligations under the LOI or the Sale and Purchase Agreement and the Seller chooses not to proceed with the transaction.

On 14 March 2024, the Potential Purchaser confirmed that the existing lease documents of the Aircraft are in satisfactory condition.

The Seller’s Approval was obtained on 13 March 2024 and the Potential Purchaser confirmed on 16 March 2024 that the Potential Purchaser’s Approval had been obtained.

## **Non-binding**

Save for provisions relating to, among others, the Deposit, confidentiality, governing laws and non-binding, the LOI is not legally binding to the parties.

## THE AIRCRAFT

The Aircraft were manufactured in 2002. The Seller acquired the Aircraft in 2018 and since then the Aircraft have been on operating leases with a major international airline operator in Europe to generate rental income.

## GENERAL

As at the date of this joint announcement, the Potential Disposal is still subject to the signing of a legally binding formal agreement. The Potential Disposal, if proceeded and materialised, will constitute a notifiable transaction of each of Century City, Paliburg and Regal under Chapter 14 of the Listing Rules. Further announcement(s) will be made by Century City, Paliburg and Regal as and when appropriate in compliance with the Listing Rules.

**As the LOI may or may not lead to the entering into of any definitive agreement(s), the boards of directors of Century City, Paliburg and Regal wish to emphasise that the Potential Disposal may or may not proceed. Shareholders and the potential investors of Century City, Paliburg and Regal are urged to exercise caution when dealing in the shares of Century City, Paliburg and Regal.**

By order of the board of directors of  
**Century City International Holdings Limited**  
**Eliza Lam Sau Fun**  
*Secretary*

By order of the board of directors of  
**Paliburg Holdings Limited**  
**Eliza Lam Sau Fun**  
*Secretary*

By order of the board of directors of  
**Regal Hotels International Holdings Limited**  
**Eliza Lam Sau Fun**  
*Secretary*

Hong Kong, 18 March 2024

As at the date of this joint announcement, the board of directors of Century City comprises the following members:

### **Executive directors:**

Mr. LO Yuk Sui  
*(Chairman and Chief Executive Officer)*  
Mr. Jimmy LO Chun To *(Vice Chairman)*  
Miss LO Po Man *(Vice Chairman)*  
Mr. Kenneth NG Kwai Kai  
*(Chief Operating Officer)*  
Mr. Kelvin LEUNG So Po  
Mr. Allen WAN Tze Wai

### **Independent non-executive directors:**

Mr. Anthony CHUANG  
Ms. Winnie NG, JP  
Mr. WONG Chi Keung

As at the date of this joint announcement, the board of directors of Paliburg comprises the following members:

**Executive directors:**

Mr. LO Yuk Sui  
*(Chairman and Chief Executive Officer)*  
Mr. Jimmy LO Chun To  
*(Vice Chairman and Managing Director)*  
Mr. Kelvin LEUNG So Po  
Miss LO Po Man  
Mr. Kenneth NG Kwai Kai  
Mr. Kenneth WONG Po Man

**Independent non-executive directors:**

Mr. Bowen Joseph LEUNG Po Wing, GBS, JP  
Ms. Winnie NG, JP  
Mr. Abraham SHEK Lai Him, GBS, JP  
Mr. WONG Chi Keung

As at the date of this joint announcement, the board of directors of Regal comprises the following members:

**Executive directors:**

Mr. LO Yuk Sui  
*(Chairman and Chief Executive Officer)*  
Miss LO Po Man  
*(Vice Chairman and Managing Director)*  
Ms. Belinda YEUNG Bik Yiu, JP  
*(Chief Operating Officer)*  
Mr. Kelvin LEUNG So Po  
Mr. Jimmy LO Chun To  
Mr. Kenneth NG Kwai Kai  
Mr. Allen WAN Tze Wai

**Non-executive director:**

Dr. Francis CHOI Chee Ming, GBS, JP  
*(Vice Chairman)*

**Independent non-executive directors:**

Ms. Alice KAN Lai Kuen  
Professor Japhet Sebastian LAW  
Ms. Winnie NG, JP  
Mr. WONG Chi Keung