

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

*This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for the securities referred to herein. This announcement is not an offer of securities of the Issuer for sale, or the solicitation of an offer to buy securities of the Issuer, in the United States. The securities referred to herein have not been and will not be registered under the United States Securities Act of 1933, as amended (the “**Securities Act**”), or any state securities laws of the United States, and may not be offered or sold within the United States except pursuant to an exemption under, or in a transaction not subject to, the Securities Act. This announcement and the information contained herein are not for distribution, directly or indirectly, in or into the United States or to U.S. persons. No public offer of the securities referred to herein is being or will be made in the United States.*

TUSPARK FORWARD LTD

*(incorporated in the British Virgin Islands with limited liability)
(the “**Issuer**”)*

**U.S.\$400,000,000 7.95 per cent. Guaranteed Bonds due 2021 (ISIN: XS1863988157)
Stock Code: 5143**

**U.S.\$550,000,000 6.95 per cent. Guaranteed Bonds due 2022 (ISIN: XS2011786659)
Stock Code: 4599
(collectively, the “**Bonds**” and each, a “**Series**”)**

Unconditionally and Irrevocably Guaranteed by



TUS-HOLDINGS CO., LTD.

(啟迪控股股份有限公司)

*(incorporated in the People’s Republic of China with limited liability)
(the “**Parent Guarantor**”)*

RESULTS OF THE CONSENTS RECEIVED BY THE EARLY CONSENT FEE DEADLINE IN RESPECT OF THE CONSENT SOLICITATIONS IN RELATION TO THE BONDS

References are made to the announcements of the Issuer relating to the Consent Solicitations dated 22 July 2021, 25 July 2021, 28 July 2021, 2 August 2021 and 4 August 2021 in respect of the Bonds (together, the “**Announcements**”). Unless otherwise stated, capitalised terms used in this announcement shall have the same meaning as ascribed thereto in the Announcements.

The Early Consent Fee Deadline relating to the Consent Solicitations for both Series of Bonds was 4:00 p.m. (London time) on 4 August 2021.

The Issuer is pleased to announce that, as at the Early Consent Fee Deadline, Consent Instructions in favour of both of the relevant Extraordinary Resolutions for each Series of Bonds that have been validly delivered to, and received by, the Information and Tabulation Agent (and not revoked) from Eligible Bondholders of the relevant Series represented more than 80 per cent. of the aggregate principal amount of the Bonds of the relevant Series for the time being outstanding.

The Issuer and the Parent Guarantor are very pleased and encouraged by the enthusiastic support they have received to date from Bondholders representing significant holdings and a broad investor base and who have voted in favour of the Extraordinary Resolutions.

The Issuer and the Parent Guarantor would like to express their deepest gratitude to the Bondholders for their enthusiastic support and prompt response, which enabled them to achieve a significant majority within a short period of time. This is testimony to the confidence of the Bondholders in the Issuer and the Parent Guarantor and their sincerity in protecting the interests of the Bondholders. The swift resolution of the issues under the Bonds and the early approval of the Proposed Waivers and Amendments would provide the needed stability for the Group to normalise its business operations and create a conducive environment for the Group to implement an orderly deleveraging programme and continue to create value for creditors and shareholders alike. The Issuer and the Parent Guarantor would also like to thank their advisors Linklaters, Haitong International Securities Company Limited and its counsel Sidley Austin and other professional parties involved for their exemplary professionalism and tireless efforts which enabled the Issuer and the Parent Guarantor to present a comprehensive and balanced proposal to the Bondholders in a timely and speedy manner.

Bondholders are reminded that the Voting Deadline for receipt by the Information and Tabulation Agent of valid Consent Instructions from Eligible Bondholders and the Ineligible Bondholder Instruction Deadline for Ineligible Bondholders to submit valid Ineligible Bondholder Instructions is 4.00 p.m. (London time) on 11 August 2021.

The Issuer and the Parent Guarantor will continue to monitor the progress and development of the matters set forth above. The Issuer will keep the holders of the Bonds updated by way of further announcement(s) as and when appropriate.

Hong Kong, 5 August 2021

As at the date of this announcement, the director of the Issuer is Zhao Dong.

As at the date of this announcement, the directors of the Parent Guarantor are Wang Jiwu, Li Zhiqiang, Peng Qingyu, Lu Qinhang, Ma Zhigang, Wu Xu, Xie Gongping, Zhou Yanhua and Lu Lin.

DISCLAIMER

This announcement must be read in conjunction with the Consent Solicitation Memorandum. The Consent Solicitation Memorandum contains important information which should be read carefully before any decision is made with respect to the Consent Solicitations. If any Bondholder is in any doubt as to the action it should take or is unsure of the impact of the implementation of the Extraordinary Resolutions, it is recommended to seek its own financial and legal advice, including in respect of any tax consequences, immediately from its broker, bank manager, solicitor, accountant or other independent financial, tax or legal adviser. Any individual or company whose Bonds are held on its behalf by a broker, dealer, bank, custodian, trust company or other nominee or intermediary must contact such entity if it wishes to participate in the Consent Solicitations or otherwise participate at the Meetings (including any adjourned Meeting) at which the relevant Extraordinary Resolutions are to be considered.

None of the Issuer, the Parent Guarantor, Haitong International Securities Company Limited (the “**Solicitation Agent**”), Bank of Communications Trustee Limited as the trustee of the Bonds (the “**Existing Trustee**”), Bank of Communications Co., Ltd. Hong Kong Branch as the principal paying agent, transfer agent and registrar of the Bonds (the “**Existing Agents**”), CCBA or Morrow Sodali Limited (the “**Information and Tabulation Agent**”) expresses any opinion about the terms of the Consent Solicitations or the Extraordinary Resolutions or makes any recommendation whether Bondholders should participate in any Consent Solicitation or otherwise participate at any Meeting.

SOLICITATION AND DISTRIBUTION RESTRICTIONS

United States

Neither this announcement nor the Consent Solicitation Memorandum is an offer of securities for sale in the United States or to any U.S. person. Securities may not be offered or sold in the United States absent registration or an exemption from registration. The Bonds and the guarantees thereof have not been, and will not be, registered under the Securities Act, or the securities laws of any state or other jurisdiction of the United States, and may not be offered or sold in the United States or to, or for the account or benefit of, U.S. persons, unless an exemption from the registration requirements of the Securities Act is available.

Each Eligible Bondholder participating in a Consent Solicitation will represent that it is not a U.S. person and is not acting for the account or benefit of any U.S. person, and that it is not located in the United States.

For the purpose of this announcement, “**United States**” means the United States of America, its territories and possessions, any state of the United States of America and the District of Columbia.

General

Nothing in this announcement or the Consent Solicitation Memorandum constitutes or contemplates an offer of, an offer to purchase or the solicitation of an offer to sell any security in any jurisdiction and participation in any Consent Solicitation by a Bondholder in any circumstances in which such participation is unlawful will not be accepted.

Each of the Issuer, the Parent Guarantor, the Solicitation Agent, the Existing Trustee, the Existing Agents, CCBA and the Information and Tabulation Agent reserves the right, in its absolute discretion, to investigate, in relation to any submission of Consent Instructions or Ineligible Bondholder Instructions, whether any such representation given by an Eligible Bondholder is correct and, if such investigation is undertaken and as a result the Issuer determines (for any reason) that such representation is not correct, such Consent Instruction will not count towards quorum.

CONTINUED SUSPENSION OF TRADING IN THE BONDS

Trading in the Bonds on The Stock Exchange of Hong Kong Limited, which was suspended with effect from 9.00 a.m. on 21 July 2021, remains suspended and will continue to be so until further notice. The Issuer and the Parent Guarantor will keep holders of the Bonds updated by way of further announcement(s) as and when appropriate. Bondholders are advised to exercise caution when dealing in the securities of the Issuer and the Parent Guarantor.