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.



CHINA AUTOMOBILE NEW RETAIL (HOLDINGS) LIMITED

中國汽車新零售(控股)有限公司

(Stock Code: 526)

DISCLOSEABLE AND MAJOR TRANSACTIONS

SUBSCRIPTIONS OF FINANCIAL PRODUCTS

AND

SUPPLEMENTAL ANNOUNCEMENT

SUBSCRIPTIONS OF FINANCIAL PRODUCTS

Reference is made to the First Announcement. Further to the subscriptions of financial products disclosed in the First Announcement, the Group announces that New JoySun, a wholly-owned subsidiary of the Group, has made subscriptions for certain financial products offered by Daye Trust between August 2019 and March 2020, a summary of which are set out as follows:

- the 1st Daye Trust Financial Products of RMB100,000,000 subscribed on 28 August 2019;
- the 2nd Daye Trust Financial Products of RMB100,000,000 subscribed on 3 September 2019;
- the 3rd Daye Trust Financial Products of RMB100,000,000 subscribed on 6 September 2019;

- the 4th Daye Trust Financial Products of RMB100,000,000 subscribed on 16 September 2019;
- the 5th Daye Trust Financial Products of RMB100,000,000 subscribed on 18 September 2019;
- the 6th Daye Trust Financial Products of RMB150,000,000 subscribed on 23 September 2019; and
- the 7th Daye Trust Financial Products of RMB80,000,000 subscribed on 30 March 2020.

In addition, on 25 August 2017, New JoySun also subscribed for the 2017 National Trust Financial Products of RMB150,000,000.

LISTING RULES IMPLICATIONS

Discloseable transaction

Pursuant to Rule 14.22 of the Listing Rules, as one or more of the applicable percentage ratios for the subscription amount of the 2017 National Trust Financial Products exceed 5% but are less than 25%, the subscription of the 2017 National Trust Financial Products constituted discloseable transaction of the Company which is subject to reporting and announcement requirements under Chapter 14 of the Listing Rules.

Major transaction

The applicable percentage ratios for the subscription amount for each of the 1st Daye Trust Financial Products, 2nd Daye Trust Financial Products, 3rd Days Trust Financial Products, 4th Daye Trust Financial Products 5th Daye Trust Financial Products, and 6th Daye Trust Financial Products are less than 5% and each of the transactions contemplated under these financial products therefore was not required to be disclosed on a standalone basis. However, when each of the Previous Daye Subscriptions was aggregated with the other Previous Daye Subscription before it (for 1st Daye Trust Financial Products, it aggregated with the 7th Daye Trust Financial Products in the original subscription amount of RMB150,000,000 subscribed by New JoySun on 8 August 2019), one or more applicable percentage ratio for these Previous Daye Subscriptions constituted discloseable transaction of the Company under Chapter 14 of the Listing Rules.

Pursuant to Rule 14.22 of the Listing Rules, as one or more of the applicable percentage ratios for the subscription amounts of the 7th Daye Trust Financial Products when aggregated with that of the 1st Daye Trust Financial Products, 2nd Daye Trust Financial Products, 3rd Daye Trust Financial Products, 4th Daye Trust Financial Products, 5th Daye Trust Financial Products and 6th Daye Trust Financial Products exceed 25% but are less than 75%, the subscription of the 7th Daye Trust Financial Products constituted major transaction of the Company which are subject to the notification, announcement and Shareholders' approval requirements under Chapter 14 of the Listing Rules.

GENERAL

The SGM will be convened and held for the Shareholders to consider, ratify and if thought fit, approve, among other matters, the agreement for the subscriptions the 7th Daye Trust Financial Products and the transactions contemplated thereunder.

As additional time is required by the Company to prepare the circular containing, among other things, (i) further details of the 7th Daye Trust Financial Products and the transactions contemplated thereunder; (ii) other information as required by the Listing Rules and (iii) a notice of the SGM and a form of proxy, it is expected that the circular will be despatched to the Shareholders on or before 15 February 2022.

SUBSCRIPTIONS OF THE FINANCIAL PRODUCTS

Reference is made to the First Announcement. The Board further announces that on 25 August 2017, New JoySun subscribed for the 2017 National Trust Financial Products of RMB150,000,000. The Board also announces that between August 2019 and March 2020, New JoySun subscribed for the Previous Daye Trust Financial Products offered by Daye Trust. A summary of each of the 2017 National Trust Financial Products and the Previous Daye Trust Financial Products is set out as follows:

(1)	2017 National Trust Financial Products			
	Parties	:	(1)	National Trust
			(2)	New JoySun
	Name of the financial products	:	國民	信託申鑫13號單一資金信託
	Subscription Date	:	25 A	ugust 2017
	Maturity Date	:	24 A	ugust 2018
	Nature	:	Stan	dalone trusts (單一類信託)

	Mandate	:	In accordance with the management instruction of the settlor and beneficiary, to invest in treasury bonds, financial bonds, central bank bills, bank deposits, cash, bank wealth management products, issuing trust loans, and other money market instruments that comply with laws and regulations.
	Subscription Amount	:	RMB150,000,000
	Underlying asset	:	Trust loans of state-owned enterprises
	Principal guarantee	:	No guarantee of minimum return
	Historical rate of return	:	6.38%
(2)	1 st Daye Trust Financial Product	ts	
	Parties	:	(1) Daye Trust
			(2) New JoySun
	Name of the financial products	:	大業信託 • 新江廈(一期)單一資金信託
	Subscription Date	:	28 August 2019
	Maturity Date	:	27 August 2020
	Nature	:	Standalone trusts (單一類信託)
	Mandate	:	In accordance with the management instruction of the settlor and beneficiary, to invest in treasury bonds, financial bonds, central bank bills, bank deposits, cash, bank wealth management products, issuing trust loans, and other money market instruments that comply with laws and regulations.
	Subscription Amount	:	RMB100,000,000
	Underlying asset	:	Trust loans of state-owned enterprises
	Principal guarantee	:	No guarantee of minimum return
	Historical rate of return	:	5.70%

(3)	2 nd Daye Trust Financial Product	ts	
	Parties	:	(1) Daye Trust
			(2) New JoySun
	Name of the financial products	:	大業信託・新江廈(一期)單一資金信託
	Subscription Date	:	3 September 2019
	Maturity Date	:	2 September 2020
	Nature	:	Standalone trusts (單一類信託)
	Mandate	:	In accordance with the management instruction of the settlor and beneficiary, to invest in treasury bonds, financial bonds, central bank bills, bank deposits, cash, bank wealth management products, issuing trust loans, and other money market instruments that comply with laws and regulations.
	Subscription Amount	:	RMB100,000,000
	Underlying asset	:	Trust loans of state-owned enterprises
	Principal guarantee	:	No guarantee of minimum return
	Historical rate of return	:	5.70%

3rd Daye Trust Financial Produc	ets	
Parties	:	(1) Daye Trust
		(2) New JoySun
Name of the financial products	:	大業信託•新江廈(一期)單一資金信託
Subscription Date	:	6 September 2019
Maturity Date	:	5 September 2020
Nature	:	Standalone trusts (單一類信託)
Mandate	:	In accordance with the management instruction of the settlor and beneficiary, to invest in treasury bonds, financial bonds, central bank bills, bank deposits, cash, bank wealth management products, issuing trust loans, and other money market instruments that comply with laws and regulations.
Subscription Amount	:	RMB100,000,000
Underlying asset	:	Trust loans of state-owned enterprises
Principal guarantee	:	No guarantee of minimum return
Historical rate of return	:	5.70%

(5)	4 th Daye Trust Financial Product	s	
	Parties	:	(1) Daye Trust
			(2) New JoySun
	Name of the financial products	:	大業信託・新江廈(一期)單一資金信託
	Subscription Date	:	16 September 2019
	Maturity Date	:	15 September 2020
	Nature	:	Standalone trusts (單一類信託)
	Mandate	:	In accordance with the management instruction of the settlor and beneficiary, to invest in treasury bonds, financial bonds, central bank bills, bank deposits, cash, bank wealth management products, issuing trust loans, and other money market instruments that comply with laws and regulations.
	Subscription Amount	:	RMB100,000,000
	Underlying asset	:	Trust loans of state-owned enterprises
	Principal guarantee	:	No guarantee of minimum return
	Historical rate of return	:	5.70%

5 th Daye Trust Financial Products		
Parties	:	(1) Daye Trust
		(2) New JoySun
Name of the financial products	:	大業信託•新江廈(一期)單一資金信託
Subscription Date	:	18 September 2019
Maturity Date	:	17 September 2020
Nature	:	Standalone trusts (單一類信託)
Mandate	:	In accordance with the management instruction of the settlor and beneficiary, to invest in treasury bonds, financial bonds, central bank bills, bank deposits, cash, bank wealth management products, issuing trust loans, and other money market instruments that comply with laws and regulations.
Subscription Amount	:	RMB100,000,000
Underlying asset	:	Trust loans of state-owned enterprises
Principal guarantee	:	No guarantee of minimum return
Historical rate of return	:	5.70%

5th Dave Trust Financial Products

(6)

6 th Daye Trust Financial Products		
Parties	:	(1) Daye Trust
		(2) New JoySun
Name of the financial products	:	大業信託•新江廈(一期)單一資金信託
Subscription Date	:	23 September 2019
Maturity Date	:	22 September 2020
Nature	:	Standalone trusts (單一類信託)
Mandate	:	In accordance with the management instruction of the settlor and beneficiary, to invest in treasury bonds, financial bonds, central bank bills, bank deposits, cash, bank wealth management products, issuing trust loans, and other money market instruments that comply with laws and regulations.
Subscription Amount	:	RMB150,000,000
Underlying asset	:	Trust loans of state-owned enterprises
Principal guarantee	:	No guarantee of minimum return
Historical rate of return	:	5.70%

(7)

7 th Daye Trust Financial Products		
Parties	:	(1) Daye Trust
		(2) New JoySun
Name of the financial products	:	大業信託•新江廈(一期)單一資金信託
Subscription Date	:	8 August 2019
Maturity Date	:	7 August 2020
Nature	:	Standalone trusts (單一類信託)
Mandate Subscription Amount	:	
		RMB150,000,000 on the subscription date (i.e. 8 August 2019). The subscription amount was subsequently increased to RMB230,000,000 by a direction from New JoySun to Daye Trust dated 30 March 2020 in accordance with the terms of the 7 th Daye Trust Financial Products
Underlying asset	:	Trust loans of state-owned enterprises
Principal guarantee	:	No guarantee of minimum return
Historical rate of return	:	5.70%

(8)

As at the date of this announcement, the principal and interest of the Previous Daye Trust Financial Products and the 2017 National Trust Financial Products have been fully redeemed.

REASONS FOR AND BENEFITS OF PREVIOUS SUBSCRIPTIONS

The Company utilized certain idle funds to subscribe for the Previous Daye Trust Financial Products from Daye Trust and the 2017 National Trust Financial Products from National Trust. The management of the Group has been taking the purchase of wealth management as one of the means to increase the Group's income and improvement of assessment results. Given the Board was of the view that the Previous Daye Trust Financial Products and the 2017 National Trust Financial Products were highly secured with appropriate returns, the Board considered the Previous Subscriptions were conducive to enhancing the utilization of capital and increasing income from idle funds. The consideration in relation to the Previous Subscriptions was determined after taking into account various factors including cash management, the level of risk and return of the financial products and their respective maturity dates.

Accordingly, the Directors are of the view that the Previous Subscriptions were on normal commercial terms, fair and reasonable and were in the interests of the Company and the Shareholders as a whole.

INFORMATION ABOUT THE PARTIES

The Company

The Company is an investment holding company principally engaged in the trading of imported cars. Together with subsidiaries, the Company operates business through six segments: (i) the car trading platform segment is engaged in providing imported cars platform services and property rental services (ii) the car-sale segment is engaged in the trading of imported cars; (iii) the manufacturing and trading segment is engaged in the manufacture and trading of plastic and metallic household products; (iv) the retail segment is engaged in the management of department stores and the operation of supermarket operation; (v) the wholesale segment is engaged in the wholesales of wine and beverages and electrical appliances and (vi) the investments holding segment is engaged in the debts management and the investment in equity securities.

National Trust (國民信託有限公司)

According to the 2020 annual report of National Trust, National Trust was established in 1987 with the approval for establishment from the China Banking and Insurance Regulatory Commission. According to public information available to the Company and to the best knowledge of the Board, National Trust is owned as to (i) approximately 31.73% by上海豐益股權投資基金有限公司, which is indirectly wholly owned by Funde Holdings Group Co., Ltd. (富德控股 (集團) 有限公司), a Shenzhen-based nationwide conglomerate group in the PRC with scope of business covering finance, insurance, investment management, fund management, commercial real estate development and operation, new energy development and application as well as equity investment, and (ii) approximately 24.17% and 16.56% by上海創信資產管理有限公司 and 恒豐裕實業發展 有限公司, respectively, both of which are wholly owned by FunDe Sino Life Insurance Co., Ltd. (富德生命人壽保險股份有限公司), a professional life insurance company operating on a national scale in the PRC.

Daye Trust Co., Ltd (大業信託有限責任公司)

According to the 2020 annual report of Daye Trust, Daye Trust is a non-banking financial institution approved by the China Banking and Insurance Regulatory Commission. According to public information available to the Company and to the best knowledge of the Board, Daye Trust is owned as to (i) approximately 41.67% by China Orient Asset Management Co., Ltd. (中國東方資產管理股份有限公司) which in turn is owned as to approximately 71.55% by the Ministry of Finance of the PRC (財政部) and (ii) approximately 38.33% by Guangzhou Finance Holdings Group Co., Ltd (廣州金融 控股集團有限公司) which in turn is owned as to approximately 90.51% by the People's Government of Guangzhou Municipality (廣州市人民政府).

To the best knowledge, information and belief of the Directors having made all reasonable enquiries, National Trust, Daye Trust and their respective ultimate beneficial owners are third parties independent of the Group and its connected persons.

IMPLICATIONS OF THE LISTING RULES

Discloseable transaction

Pursuant to Rule 14.22 of the Listing Rules, as one or more of the applicable percentage ratios for the subscription amount of the 2017 National Trust Financial Products exceed 5% but are less than 25%, the subscriptions of the 2017 National Trust Financial Products constituted discloseable transaction of the Company which is subject to reporting and announcement requirements under Chapter 14 of the Listing Rules.

Major transaction

The applicable percentage ratios for the subscription amount for each of the 1st Daye Trust Financial Products, 2nd Daye Trust Financial Products, 3rd Days Trust Financial Products, 4th Daye Trust Financial Products are less than 5% and each of the transactions contemplated under these financial products therefore was not required to be disclosed on a standalone basis. However, when each of the Previous Daye Subscriptions was aggregated with the other Previous Daye Subscription before it (for 1st Daye Trust Financial Products, it aggregated with the 7th Daye Trust Financial Products in the original subscription amount of RMB150,000,000 subscribed by New JoySun on 8 August 2019), one or more applicable percentage ratio for these Previous Daye Subscriptions constituted discloseable transaction of the Company under Chapter 14 of the Listing Rules.

Pursuant to Rule 14.22 of the Listing Rules, as one or more of the applicable percentage ratios for the subscription amounts of the 7th Daye Trust Financial Products when aggregated with that of the 1st Daye Trust Financial Products, 2nd Daye Trust Financial Products, 3rd Daye Trust Financial Products, 4th Daye Trust Financial Products, 5th Daye Trust Financial Products and 6th Daye Trust Financial Products exceed 25% but are less than 75%, the subscription of the 7th Daye Trust Financial Products constituted major transaction of the Company which are subject to the notification, announcement and Shareholders' approval requirements under Chapter 14 of the Listing Rules.

INTERNAL CONTROL

The Board has conducted internal review and investigation since discovery of the occurrence of the incident disclosed in the First Announcement. In the course of the investigation, the non-compliance relating to the 2017 National Trust Financial Products and the 7th Daye Trust Financial Products were also found and the preliminary findings were that the relevant staff of different teams within the Group took it as routine and ordinary business and did not check it properly and consider the whole picture thoroughly. To prevent the reoccurrence of the current instance of non-compliance, in addition to the remedial measures mentioned in the First Announcement:

1. new internal control personnel are recruited in PRC with enhanced operation training as well as timely communication between the financial department of Hong Kong headquarter and intermediaries;

- 2. an officer was recruited in June 2021 who is responsible for overseeing the whole purchase process and work closely with the finance team in Hong Kong;
- 3. in addition to the audit committee of the Board, a working group (the "**Working Group**") comprising three staff of the Group attending the day-to-day operation of the Group would be set up to ensure the operational internal control procedures are fully implemented where two members of the Working Group are in the PRC and the remaining one is in Hong Kong so as to ensure the staff in two locations can communicate effectively and efficiently; and
- 4. Directors attend a directors training conducted by legal advisers in September 2021 in relation to the compliance of the Listing Rules in particular the rules relating to aggregation under Chapter 14 of the Listing Rules and the Board has also resolved to conduct the similar compliance training at least twice every year.

Since the Board has become aware of the Company's inadvertent non-compliance with Rule 14.34 of the Listing Rules, the Board has been reinforcing the internal control procedures by requesting again all parties involved in the process to strictly adhere to the internal control mechanism. Each officers involved in the process are required to sign on approval reports after reviewing the relevant information.

INVESTMENT STRATEGY

The Company's investment policies for the investments in financial products are formulated with reference to rating of the financial products, the fact that the underlying assets are state-owned enterprise with ultimate beneficial owners being governmental authorities of the PRC and the historic income of the financial products having been stable. The Board therefore considers the risk of the investment in these financial products under the Previous Subscriptions are relatively low.

In respect of the underlying assets of the financial products, the Group is restricted by the Group's investment policies to purchase those financial products investing only in national debts, financial debts, central bank bills, bank wealth management, deposits as well as state-owned enterprise bonds and trust products with higher ratings. Although the business of the companies relating to the financial products invested by the Group are not in line with the Company's principal business, as disclosed in the First Announcement, the primary objective of the investments in these financial products was to utilize certain idle funds of the Company so as to generate better returns. As such, the Directors are of the view that these investments under the Previous Subscriptions were in the interest of the Company and the Shareholders as a whole.

GENERAL

The SGM will be convened and held for the Shareholders to consider, ratify and if thought fit, approve, among other matters, the agreement for the subscriptions the 7th Daye Trust Financial Products and the transactions contemplated thereunder.

As additional time is required by the Company to prepare the circular containing, among other things, (i) further details of the 7th Daye Trust Financial Products and the transactions contemplated thereunder; (ii) other information as required by the Listing Rules and (iii) a notice of the SGM and a form of proxy, it is expected that the circular will be despatched to the Shareholders on or before 15 February 2022.

DEFINITIONS

In this announcement, the following words and expressions shall have the meanings set out below, unless the context otherwise requires:

"Board"	the board of Directors
"Company"	China Automobile New Retail (Holdings) Limited (stock code: 526), a company incorporated in Bermuda with limited liability and the issued Shares of which are listed on the main board of the Stock Exchange
"connected person(s)"	has the meaning ascribed to it under the Listing Rules
"Daye Trust"	大業信託有限責任公司 (Daye Trust Co., Ltd*), a non-banking financial institution approved by the China Banking and Insurance Regulatory Commission
"Director(s)"	director(s) of the Company
"First Announcement"	the announcement of the Company dated 9 June 2021 in relation to subscriptions of financial products offered by National Trust and Daye Trust
"Group"	the Company and its subsidiaries
"НК\$"	Hong Kong dollars, the lawful currency of Hong Kong
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange

"National Trust"	國民信託有限公司 (National Trust Company Limited*), one of the licensed trust financial institutions in the PRC under the supervision of the China Banking and Insurance Regulatory Commission
"New JoySun"	寧波新江廈股份有限公司 (New JoySun Corp.*), a limited liability company incorporated in the PRC and an indirect wholly-owned subsidiary of the Company
"PRC"	the People's Republic of China which for the purpose of this announcement, excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
"Previous Daye Subscription(s)"	the subscription for the 1 st Daye Trust Financial Products, 2 nd Daye Trust Financial Products, 3 rd Daye Trust Financial Products, 4 th Daye Trust Financial Products, 5 th Daye Trust Financial Products and 6 th Daye Trust Financial Products
"Previous Daye Trust Financial Products"	collectively the 1 st Daye Trust Financial Products, 2 nd Daye Trust Financial Products, 3 rd Daye Trust Financial Products, 4 th Daye Trust Financial Products, 5 th Daye Trust Financial Products, 6 th Daye Trust Financial Products and the 7 th Daye Trust Financial Products
"Previous Subscriptions"	collectively, subscriptions for the Previous Daye Trust Financial Products and the 2017 National Trust Financial Products
"RMB"	Renminbi, the lawful currency of the PRC
"SGM"	a special general meeting of the Company to be convened to approve the agreement regarding the 7 th Daye Trust Financial Products and the transactions contemplated thereunder
"Share(s)"	ordinary share(s) of HK\$0.01 each in the share capital of the Company
"Shareholder(s)"	holder(s) of the Share(s)
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"1 st Daye Trust Financial Products"	the financial products offered by Daye Trust and subscribed by New JoySun at RMB100,000,000 on 28 August 2019

"2 nd Daye Trust Financial Products"	the financial products offered by Daye Trust and subscribed by New JoySun at RMB100,000,000 on 3 September 2019
"3 rd Daye Trust Financial Products"	the financial products offered by Daye Trust and subscribed by New JoySun at RMB100,000,000 on 6 September 2019
"4 th Daye Trust Financial Products"	the financial products offered by Daye Trust and subscribed by New JoySun at RMB100,000,000 on 16 September 2019
"5 th Daye Trust Financial Products"	the financial products offered by Daye Trust and subscribed by New JoySun at RMB100,000,000 on 18 September 2019
"6 th Daye Trust Financial Products"	the financial products offered by Daye Trust and subscribed by New JoySun at RMB150,000,000 on 23 September 2019
"7 th Daye Trust Financial Products"	the financial products offered by Daye Trust and subscribed by New JoySun at RMB150,000,000 on 8 August 2019, which was subsequently increased to RMB230,000,000 on 30 March 2020 in accordance with its terms
"2017 National Trust Financial Products"	the financial products offered by National Trust and subscribed by New JoySun at RMB150,000,000 on 25 August 2017
<i>"%</i> "	per cent.

* for identification purpose only

By order of the Board CHINA AUTOMOBILE NEW RETAIL (HOLDINGS) LIMITED Cheng Jianhe Executive Director

Hong Kong, 18 January 2022

As at the date of this announcement, the Board comprises Mr Li Lixin, Mr Cheng Jianhe and Ms Jin Yaxue being executive Directors, Ms Cheng Weihong being non-executive Director, Mr He Chengying, Mr Shin Yick Fabian and Mr Kwong Kwan Tong being independent non-executive Directors.