

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.



BILLION INDUSTRIAL HOLDINGS LIMITED

百宏實業控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2299)

RESUMPTION GUIDANCE AND CONTINUED SUSPENSION OF TRADING

This announcement is made by Billion Industrial Holdings Limited (the “**Company**”), pursuant to Rule 13.09 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “**SFO**”).

References are made to (i) the announcement of the Company dated 31 March 2021 (the “**Announcement**”) in relation to, among other matters, the suspension of trading of shares (the “**Shares**”) of the Company, with effect from 9:00 a.m. on 1 April 2021; and (ii) certain outstanding matters that the auditor of the Company considers to be significant for the audit for the year ended 31 December 2020 (the “**Audit Issues**”). Unless otherwise stated, terms defined in the Announcement shall have the same meanings when used in this announcement.

RESUMPTION GUIDANCE

On 4 June 2021, the Company received a letter from the Stock Exchange, in which the Stock Exchange set out the following guidance (the “**Resumption Guidance**”) for the resumption of trading in the Shares:

- a) publish all outstanding financial results required under the Listing Rules and address any audit modifications;

- b) conduct an appropriate independent investigation into the Audit Issues, announce the investigation findings, assess and announce the impact on the Company's business operation and financial position and take appropriate remedial actions;
- c) conduct an independent internal control review and demonstrate that the Company has in place adequate internal controls and procedures to meet obligations under the Listing Rules;
- d) demonstrate that there is no reasonable regulatory concern about management integrity and/or the integrity of any persons with substantial influence over the Company's management and operations, which may pose a risk to investors and damage market confidence;
- e) demonstrate the Company's compliance with Rule 13.24 of the Listing Rules; and
- f) announce all material information for the Company's shareholders and investors to appraise the Company's position.

The Stock Exchange has also indicated that it may modify or supplement the Resumption Guidance if the Company's situation changes.

Under Rule 6.01A(1) of the Listing Rules, the Stock Exchange may cancel the listing of any securities that have been suspended from trading for a continuous period of 18 months. In the case of the Company, the 18-month period will expire on 30 September 2022. If the Company fails to remedy the issues causing its trading suspension, fulfil the resumption guidance and fully comply with the Listing Rules to the Stock Exchange's satisfaction and resume trading in the Shares by 30 September 2022, the Listing Division will recommend the Listing Committee to proceed with the cancellation of the Company's listing. Under Rules 6.01 and 6.10 of the Listing Rules, the Stock Exchange also has the right to impose a shorter specific remedial period, where appropriate.

Further, under Rule 13.24A of the Listing Rules, the Company is required to announce quarterly updates on its developments, including, among other relevant matters, its business operations, its resumption plan and its progress in implementing and satisfying the Resumption Guidance.

CONTINUED SUSPENSION OF TRADING

Trading in the shares of the Company on the Stock Exchange has been suspended from 9:00 a.m. on 1 April 2021, and will remain suspended until the Company's fulfilling of the Resumption Guidance.

The Company will publish further announcement(s) to inform the shareholders of the Company of its progress in complying with the Resumption Guidance, any significant developments in respect of the publication of the 2020 Annual Results and the expected date for the publication of the 2020 Annual Results as and when appropriate, as well as quarterly updates on its development pursuant to Rule 13.24A of the Listing Rules. Shareholders of the Company and potential investors are advised to exercise caution when dealing in the Shares of the Company.

By order of the Board
Billion Industrial Holdings Limited
Sze Tian Yau
Co-Chairman

Hong Kong, 15 June 2021

As at the date of this announcement, the Board comprises Mr. Sze Tin Yau and Mr. Wu Jinbiao as executive directors, Mr. Zhang Shengbai as non-executive director and Mr. Chan Shek Chi, Mr. Lin Jian Ming and Mr. Shih Chun Pi as independent non-executive directors.