

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.



Wenye Group Holdings Limited

文業集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1802)

**(I) QUARTERLY UPDATE ON SUSPENSION OF TRADING; AND
(II) DELAY IN PUBLICATION OF THE INTERIM RESULTS
FOR THE SIX MONTHS ENDED 30 JUNE 2022 AND
DELAY IN DISPATCH OF INTERIM REPORT
FOR THE SIX MONTHS ENDED 30 JUNE 2022**

This announcement is made by Wenye Group Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rules 13.09 and 13.24A 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 under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the announcement of the Company dated 30 March 2022, 31 March 2022, 29 April 2022, 12 May 2022, 17 May 2022, 19 May 2022, 23 May 2022, 20 June 2022, 7 July 2022 and 20 July 2022 in relation to (i) the delay in publication of audited annual results announcement for the year ended 31 December 2021; (ii) the publication of the unaudited annual results of the Group for the year ended 31 December 2021; (iii) further delay in publication of the 2021 Audited Annual Results and delay in publication of 2021 Annual Report; (iv) the halt of trading in the shares of the Company pending the release of an announcement containing inside information of the Company; (v) the entering into a memorandum of understanding; (vi) the request for resignation of auditor; (vii) the resignation of auditor; (viii) the appointment of auditor; (ix) the grant of waiver from strict compliance with Rule 13.46(2)(b) of the Listing Rules; and (x) the Resumption Guidance set out by the Stock Exchange (collectively, the “**Announcements**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

UPDATE ON PROGRESS OF RESUMPTION

As disclosed in the announcement of the Company dated 20 July 2022, the Stock Exchange has set out the following Resumption Guidance for the Company:

- (a) publish all outstanding financial results and address any audit modifications; and
- (b) inform the market of all material information for shareholders and investors to appraise the Company's position.

Pursuant to Rule 13.24A of the Listing Rules, the Board wishes to update the Shareholders and potential investors of the Company on the progress of the Company's fulfilment of the Resumption Guidance as at the date of this announcement which is summarised below.

Outstanding Financial Results

As disclosed in the announcement of the Company dated 20 June 2022, after the appointment of ZHONGHUI ANDA as the new auditor of the Company with effect from 20 June 2022, the Company is using its best endeavours to assist ZHONGHUI ANDA to complete their audit work in relation to the 2021 Annual Results. To the best knowledge and belief of the Directors and based on the information currently available, the following illustrates the updated expected timetable in relation to the publication of 2021 Audited Annual Results and 2021 Annual Report:

Event	Date
Performing the audit of FY2021	20 June 2022 to 17 October 2022
Liaising with the management and the Audit Committee of the Company regarding the audit of FY2021	4 July 2022
Sending out audit confirmations to relevant parties	12 July 2022
Reviewing and following up with the reply of audit confirmations (if any issue is identified)	19 July 2022 to 17 October 2022
Despatch of circular for annual general meeting	2 September 2022

Event	Date
Convening annual general meeting	23 September 2022
Audit Committee meeting for approving the 2021 Audited Annual Results	17 October 2022
Board Meeting for approving the 2021 Audited Annual Results	17 October 2022
Publication of the announcement of the 2021 Audited Annual Results	17 October 2022
Publication of the 2021 Annual Report and despatch of the 2021 Annual Report	21 October 2022
Re-convening the adjourned annual general meeting for approving the 2021 Audited Annual Results	11 November 2022

There has been a delay in the expected timetable in relation to the publication of 2021 Audited Annual Results and 2021 Annual Report as compared to the previous expected timetable. The reason for the delay in the expected timetable is that Zhonghui Anda considered it would be necessary to conduct extended audit procedures on the matters previously raised by the then auditor of the Company, including conducting interviews with the customers and suppliers of the Group at the PRC, which requires additional time for Zhonghui Anda to process. The Company has been working closely with Zhonghui Anda to complete the Audit and to finalise the 2021 Audited Annual Results as soon as practicable.

DELAY IN PUBLICATION OF THE INTERIM RESULTS FOR THE SIX MONTHS ENDED 30 JUNE 2022 AND DELAY IN DISPATCH OF INTERIM REPORT FOR THE SIX MONTHS ENDED 30 JUNE 2022

Pursuant to Rules 13.49(6) and 13.48(1) of the Listing Rules, the Company is required to publish the interim results for the six months ended 30 June 2022 (the “**Interim Results**”) not later than two months after the end of that period of six months, i.e. by 31 August 2022, and despatch its interim report for the six months ended 30 June 2022 (the “**Interim Report**”), not later than three months after the end of that period of six months, i.e. by 30 September 2022. As the publication of the 2021 Audited Annual Results is still pending, the Company is unable to issue the Interim Results and despatch its Interim Report to the Shareholders within the prescribed time in accordance with the Listing Rules. The Company estimated that the Company would be able to publish the Interim Results within one month after the publication of the 2021 Audited Annual Results. The Company will inform the Shareholders and potential investors of material developments relating to the publication of the Interim Results and the Interim Report as and when appropriate.

The Company will publish further announcement(s) to inform the Shareholders the progress of the publication of the 2021 Audited Annual Results and 2021 Annual Report as and when appropriate.

BUSINESS UPDATE

The Company is an investment holding company and its subsidiaries principally engaged in provision of interior and exterior building decoration and design services in the PRC. Despite the suspension of trading in the Shares, the Group is carrying on its normal day-to-day operations. The Group will continue to review its existing businesses from time to time and strive to improve the business operation and financial position of the Group. The Company will take appropriate measures as necessary and make further announcement(s) as and when appropriate.

RESUMPTION PLAN

In order to fulfill the Resumption Guidance, the Company and its professional advisers are in the progress of devising a resumption plan with actions that it intends to take to remedy the issues causing its trading suspension and to fulfill the Resumption Guidance. As mentioned above, the Company is making effort to prepare the 2021 Audited Annual Results and continues to strive for satisfaction of the requirements of the Resumption Guidance. The Company will seek to resume trading of its Shares on the Stock Exchange as soon as possible. Further announcements will be made by the Company to update the shareholders of the Company and the public on, among others, the progress of the resumption plan of the Company as and when appropriate.

CONTINUED SUSPENSION OF TRADING

At the request of the Company, trading in the Shares on the Stock Exchange was suspended with effect from 9:30 a.m. on 13 May 2022 until the publication of the 2021 Annual Report.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Shares of the Company.

By Order of the Board
Wenye Group Holdings Limited
Fan Shaozhou
Chairman and Chief Executive Officer

Shenzhen, PRC, 12 August 2022

As at the date of this announcement, the executive directors of the Company are Mr. Fan Shaozhou, Mr. Wan Neng and Mr. Peng Weizhou; the non-executive directors of the Company are Mr. Deng Guanghui and Mr. Chen Li; and the independent non-executive directors of the Company are Mr. Liu Xiaoyi, Mr. Gao Rongshun and Mr. Yi Xiaopei.