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**新明中国控股**

XINMING CHINA

**Xinming China Holdings Limited**

**新明中國控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 2699)**

**INSIDE INFORMATION  
POSSIBLE DELAY IN PUBLICATION  
OF THE 2022 ANNUAL RESULTS AND POSSIBLE SUSPENSION OF  
TRADING**

This announcement is published by Xinming China Holdings Limited (the “Company”, together with its subsidiaries, the “Group”) pursuant to the Inside Information Provisions (as defined in the Rules (the “Listing Rules”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”)) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “SFO”) and Rule 13.09 of the Listing Rules.

**POSSIBLE DELAY IN PUBLICATION OF THE 2022 ANNUAL RESULTS**

The board (the “Board”) of directors (the “Directors”) of the Company wishes to inform the shareholders of the Company (the “Shareholders”) and potential investors of the Company that there may be a delay in the release of the audited annual results for the year ended 31 December 2022 (the “2022 Annual Results”) as additional time is needed to send and receive audit confirmations to and from banks, suppliers and other parties, as well as to gather and provide the necessary documents and information required by the auditor of the Company (the “Auditor”) to complete the auditing process.

Pursuant to Rule 13.49(1) of the Listing Rules, the Company is required to publish the 2022 Annual Results no later than three months after the end of the financial year (i.e., on or before 31 March 2023). The Board acknowledges that any delay in publishing the announcement in relation to the 2022 Annual Results, if materialised, will constitute non-compliance with Rule 13.49(1) of the Listing Rules. The Company is working closely with the Auditor and doing its utmost to provide all the requisite information and documents for the Auditor to complete the audit procedures as soon as practicable. However, the date of the publication of the 2022 Annual Results is expected to be by the end of April 2023.

Rule 13.49(3) of the Listing Rules provides that where an issuer is unable to issue its preliminary results, it must announce its results based on the financial results which have yet to be agreed with the auditor (so far as the information is available). The Board, after due and careful consideration, is of the view that it would not be appropriate for the Company to publish the unaudited management accounts of the Company for the year ended 31 December 2022 at this stage as such management accounts may not accurately reflect the financial performance and position of the Group.

#### **POSTPONEMENT OF MEETING OF THE BOARD**

Reference is made to the announcement of the Company dated 16 March 2023 in relation to the notification of the meeting of the Board meeting to be held on 31 March 2023 for the purpose of among other matters, considering and approving the 2022 Annual Results. As the 2022 Annual Results will not be available for publication on 31 March 2023, the meeting of the Board for the purpose of, among other matters, considering and approving the 2022 Annual Results and its publication, will also be postponed.

Save as disclosed above, as at the date of this announcement, the Company does not possess any other inside information which is required to be disclosed under the Listing Rules.

#### **POSSIBLE SUSPENSION OF TRADING**

Pursuant to Rule 13.50 of the Listing Rules, the Stock Exchange will normally require suspension of trading in an issuer's securities if an issuer fails to publish periodic financial information in accordance with the Listing Rules, and the suspension will normally remain in force until the issuer publishes an announcement containing the requisite financial information. Accordingly, trading in the shares of the Company on the Stock Exchange is currently expected to be suspended with effect from 9:00 a.m. on Monday, 3 April 2023 until the publication of the 2022 Annual Results by the Company.

The Company will make further announcement(s) for any updates as and when appropriate in accordance with the Listing Rules and the SFO.

**Shareholders and potential investors should exercise caution when dealing in the securities of the Company.**

By order of the Board  
**Xinming China Holdings Limited**  
**Chen Chengshou**  
*Chairman and Chief Executive Officer*

Hong Kong, 31 March 2023

*As at the date of this announcement, the executive Directors are Mr. Chen Chengshou and Mr. Feng Cizhao; the non-executive Directors are Ms. Gao Qiaoqin, Mr. Choi Clifford Wai Hong and Mr. Zhou Zhencun; and the independent non-executive Directors are Mr. Khor Khie Liem Alex, Mr. Chiu Kung Chak and Mr. Lau Wai Leung, Alfred.*