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**中國寶沙發展控股有限公司**  
**China Bozza Development Holdings Limited**

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

*(Provisional Liquidators Appointed)*

*(For Restructuring Purpose)*

**(Stock code: 1069)**

- (1) UPDATE ON THE CAPITAL REORGANISATION AND REVISED EXPECTED TIMETABLE IN RELATION TO THE PROPOSED RESTRUCTURING;**  
**(2) EXCHANGE OF SHARE CERTIFICATES; AND**  
**(3) ARRANGEMENT FOR MATCHING SERVICE FOR ODD LOTS**

**Financial adviser to the Company**



Reference is made to the joint announcement made by China Bozza Development Holdings Limited (the “**Company**”) and the Investor dated 30 December 2022 and the circular of the Company dated 3 March 2023 (the “**Circular**”) in relation to, among others, the Proposed Restructuring. Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

**UPDATE ON THE CAPITAL REORGANISATION AND REVISED EXPECTED TIMETABLE IN RELATION TO THE PROPOSED RESTRUCTURING**

**The Capital Reorganisation**

The Board wishes to announce that pursuant to the directions given by the Cayman Court, the hearing of the petition for confirmation of the Capital Reduction will be held on Wednesday, 12 July 2023 (Cayman Islands time) at the Cayman Court.

Subject to the Capital Reorganisation becoming effective, from Friday, 14 July 2023 to Monday, 21 August 2023, Shareholders may submit their existing share certificates for the ordinary Shares (in light blue colour) to the branch share registrar of the Company in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong to exchange for certificates for the New Shares (in pink colour) at the expense of the Company. The different colours of the share certificates are for distinguishing the New Shares of different par value to the existing par value of the ordinary Shares. Thereafter, certificates for the ordinary Shares will be accepted for exchange only on payment of a fee of HK\$2.50 (or such higher amount as may from time to time be allowed by the Stock Exchange) by the Shareholders for each certificate issued or cancelled, whichever is higher.

Reference is made to the paragraph headed “Letter from the Board – II. The Proposed Restructuring – B. The Capital Reorganisation – Exchange of certificates for New Shares” in the Circular. The Board wishes to clarify that after considering the requirement of the Company on trading arrangements, there will be no parallel trading arrangement in respect of the New Shares (in the form of existing and new share certificates).

All existing certificates of the ordinary Shares will continue to be evidence of entitlement to such ordinary Shares and be valid for delivery, transfer and settlement purpose.

### **Change in Board Lot Size**

Upon Resumption, in order to facilitate the trading of odd lots of the New Shares arising from the Capital Reorganisation and the Change in Board Lot Size, the Company has appointed Lego Securities Limited as an agent to provide matching services, on a best effort basis, to those Shareholders who wish to acquire odd lots of the New Shares to make up a full board lot, or to dispose of their holding of odd lots of the New Shares, during the period from Friday, 28 July 2023 to Thursday, 17 August 2023 (both dates inclusive).

Holders of the New Shares in odd lots (i.e. board lots which are not in integral multiples of 16,000 New Shares) who wish to take advantage of this matching service should contact Mr. Kelvin Li of Lego Securities Limited at Room 301, 3/F, China Building, 29 Queen’s Road Central, Hong Kong or at telephone number (852) 2128 9433 during normal business hours (i.e. 9:00 a.m. to 4:00 p.m., Monday to Friday). Holders of the Shares who would like to match odd lots are recommended to make an appointment in advance by dialing the telephone number of Lego Securities Limited set out above.

Holders of the New Shares in odd lots should note that the matching of sale and purchase of odd lots of the New Shares is on best effort basis and successful matching of sale and purchase of odd lots of the New Shares is not guaranteed. Shareholders are recommended to consult their professional advisers if they are in doubt about the above facility.

### **Revised Expected Timetable for the Proposed Restructuring**

Accordingly, set out below is the revised expected timetable for the Proposed Restructuring and the relevant trading arrangements, which is subject to the satisfaction of certain conditions set out in the paragraph headed “Letter from the Board – II. The Proposed Restructuring – A. The Restructuring Framework Agreement” in the Circular. Unless otherwise specified, all time stated in this announcement refer to Hong Kong times.

<b>Event</b>	<b>Time and Date 2023</b>
Cayman Court hearing of petition to confirm the Capital Reduction	Wednesday, 12 July (Cayman Islands time)
Registration of court order confirming the Capital Reduction and minutes showing the share capital as altered by the order with the Registrar of Companies in the Cayman Islands	Thursday, 13 July (Cayman Islands time)

<b>Event</b>	<b>Time and Date 2023</b>
Expected effective date and time of the Capital Reorganisation (in board lots of 400 New Shares (in the form of existing share certificates))	9:00 a.m. on Friday, 14 July
First day of free exchange of existing share certificates for new shares certificates for the New Shares	Friday, 14 July
Application for withdrawal or stay of the Petition and the discharge of the Joint Provisional Liquidators	Week of 17 July
The Creditors' Scheme becomes effective and issuance of Scheme Shares and despatch of certificates for the Scheme Shares to be held by the Scheme Company on behalf of the Scheme Creditors	Week of 24 July
Completion of the Subscription and issuance of Subscription Shares and despatch of certificates for the Subscription Shares to the Investor	Week of 24 July
Fulfilment of all the resumption conditions imposed by the Stock Exchange and publication of an announcement relating to the Resumption	Week of 24 July
Expected effective date and time of the Change in Board Lot Size	9:00 a.m. on Friday, 28 July
Resumption and dealings in the New Shares (including the Subscription Shares and Creditors' Shares) commences	9:00 a.m. on Friday, 28 July
Odd lot matching arrangement commences	9:00 a.m. on Friday, 28 July
Odd lot matching arrangement ends	4:00 p.m. on Thursday, 17 August
Last day for free exchange of existing share certificates for new share certificates for the New Shares	Monday, 21 August

The timetable is indicative only and may be extended or varied. Any change to the expected timetable above will be announced by the Company as and when appropriate.

## **CONTINUED SUSPENSION OF TRADING**

Trading in the shares of the Company on the Stock Exchange has been suspended with effect from 9:00 a.m. on 4 October 2021 and will remain suspended pending the fulfilment of the resumption guidance from the Stock Exchange.

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

By order of the Board  
**China Bozza Development Holdings Limited**  
*(Provisional Liquidators Appointed)*  
*(For Restructuring Purposes)*  
**Professor Fei Phillip**  
*Chairman and Executive Director*

Hong Kong, 4 July 2023

*As at the date of this announcement, the Board comprises Professor Fei Phillip, Mr. Li Wenjun, Ms. Hui Hing Conniel, Mr. Lai Chi Yin Samuel and Mr. Wang Yibin as the executive Directors; and Mr. Gu Sotong as the non-executive Director; and Mr. Liu Zhaoxiang, Ms. Wong Hoi Ying, Mr. Guo Zhonglong and Mr. Chan Wai Lung as the independent non-executive Directors.*