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**KINGKEY FINANCIAL INTERNATIONAL (HOLDINGS) LIMITED**  
**京基金融國際 (控股) 有限公司**  
*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 01468)**

**INSIDE INFORMATION**  
**(I) WINDING UP PETITION AGAINST THE COMPANY;**  
**AND**  
**(II) CONTINUED SUSPENSION OF TRADING**

This announcement is made by Kingkey Financial International (Holdings) Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 and 13.10 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 (Cap. 571 of the Laws of Hong Kong).

Reference is made to the announcement of the Company dated 15 February 2024 in relation to the Statutory Demand dated 8 February 2024 (the “**First Statutory Demand**”) received by the Company (the “**Announcement**”). Unless otherwise specified, capitalised terms used herein shall have the same meanings as defined in the Announcement.

The Board would like to update the shareholders (the “**Shareholders**”) and potential investors that the outstanding payment under the First Statutory Demand has not been settled by the Company within 3 weeks as demanded. On 2 March 2024, the Company was served with a sealed copy of a winding-up petition filed with the Court of First Instance of the High Court of the Hong Kong Administrative Region (the “**High Court**”) against the Company in respect of the indebtedness allegedly due and payable by the Company under the First Statutory Demand, in the amount of HK\$1,000,000.00, being the principal amount of the bond issued by the Company to the creditor together with interest accrued thereon (the “**HK Winding-up Petition**”) (action number HCMP 121 of 2024). Pursuant to the HK Winding-up Petition, it is demanded by the petitioner to have the Company wound up by the High Court under the provisions of the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Cap. 32 of the Laws of Hong Kong) (“**CWUMPO**”).

The HK Winding-up Petition is scheduled to be heard before the High Court on 17 May 2024 at 10:00 a.m. The Company is currently seeking legal advice. The Company will keep the Shareholders and potential investors informed of the development of the Winding-up Petition and will make further announcement(s) as and when appropriate in accordance with the Listing Rules.

## **POTENTIAL RESTRICTIONS ON TRANSFER OF SHARES**

Under Section 182 of the CWUMPO, if the Company is ultimately wound up as a result of the HK Winding-up Petition, any disposition of its property, including things in action, and any transfer of shares, or alteration in the status of the members, made after the commencement of the winding-up, namely, the date of the presentation of the HK Winding-up Petition (i.e. 1 March 2024) (the “**Commencement Date**”), shall be void unless a validation order is obtained from the High Court. Any disposition made on or after the Commencement Date will not be affected if the HK Winding-up Petition is subsequently struck out, dismissed or permanently stayed.

Pursuant to the circular dated 28 December 2016 (the “**HKSCC Circular**”) issued by Hong Kong Securities Clearing Company Limited (“**HKSCC**”) in relation to the transfer of shares of listed issuers after the presentation of winding-up petition, and in view of the restrictions and the uncertainties which may arise in relation to the transfer of Shares, for participants who conduct share transfers through HKSCC (the “**CCASS Participants**”), HKSCC may at any time, and without notice, exercise its powers under the General Rules of HKSCC to temporarily suspend any of its services in respect of the Shares, including the suspension of acceptance of deposits of share certificates of the Company into CCASS. The share certificates of the Company received by HKSCC but not yet re-registered in the name of HKSCC Nominees Limited will be returned to the relevant CCASS Participant, and HKSCC shall reserve the right to reverse any credit granted to such CCASS Participant by debiting the relevant securities from its CCASS account. These measures will generally cease to apply from the date on which the winding-up petition has been struck out, dismissed or permanently stayed, or if the Company has obtained a validation order from the High Court. The Board is assessing whether to apply for a validation order.

Given the effect of section 182 of the CWUMPO and the HKSCC Circular, the Board wishes to remind the Shareholders and potential investors of the Company that the transfer of the Shares made on or after the Commencement Date will be void in the absence of a validation order from the High Court if, as a result of the Winding-up Petition, a winding-up order is ultimately made by the High Court against the Company. The Board also wishes to remind Shareholders and potential investors of the risk that transfers of the Shares after the Commencement Date may be restricted due to potential suspension of deposits of the Shares into the CCASS due to the HK Winding-up Petition.

## **CONTINUED SUSPENSION OF TRADING**

At the request of the Company, trading in the Shares on the Stock Exchange has been suspended since 11:18 a.m. on Friday, 2 February 2024 and will continue to be suspended pending the release of another announcement which constitutes inside information of the Company.

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

By Order of the Board  
**Kingkey Financial International (Holdings) Limited**  
**Mong Cheuk Wai**  
*Chairman and Executive Director*

Hong Kong, 4 March 2024

*As at the date of this announcement, the executive Directors are Mr. Chen Jiajun and Mr. Mong Cheuk Wai; and the independent non-executive Directors are Ms. Mak Yun Chu, Mr. Hung Wai Che, Mr. Leung Siu Kee and Mr. Chan Ting Fung.*