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ZHONG HUA INTERNATIONAL HOLDINGS LIMITED

中華國際控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 1064)

**ANNOUNCEMENT PURSUANT TO RULE 13.09 (2)
OF THE LISTING RULES AND
THE INSIDE INFORMATION PROVISIONS
(1) ALLEGED “LIQUIDATION PETITION” PROGRESS UPDATE;
(2) DELAY IN PUBLICATION OF THE 2023 RESULTS,
AND
(3) INTERIM SUSPENSION OF TRADING OF THE SHARES**

This announcement is made by Zhong Hua International Holdings Limited (the “Company”) pursuant to Rule 13.09 (2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) (the “Listing Rules”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance.

ALLEGED “LIQUIDATION PETITION” PROGRESS UPDATE

Reference is made to the Company’s announcement dated 23 August 2023 in relation to the Alleged Liquidation Notice and the Company’s representation on the said notice (the “Liquidation Notice Announcement”). Terms used below shall adopt the same meanings as defined in the Liquidation Notice Announcement.

Reference is also made to the sections titled “Group Structure of GZ Zheng Da” and “Alleged ‘Liquidation Petition’ Against GZ Zheng Da” of “Further Information” chapter set out in the Company’s annual report for the year ended 31 December 2022 (the “Annual Report”). Details of the lawful authority of the Alleged Liquidation Petition in question have been disclosed in the Annual Report. The Guangzhou Court issued a similar liquidation notice against GZ Zheng Da in October 2011 but dismissed the same in October 2021. The Alleged Liquidation Notice was a new liquidation notice which authority and purposes were derived from the same plead made by 越房私企 in 2009, some 15 years ago from the date of this announcement.

The purpose of this section is to provide an update of the latest development of the Alleged Liquidation Petition of 2023 against GZ Zheng Da, an indirect subsidiary of the Company. The Company confirms that there was no material adverse development on the Alleged Liquidation Petition of 2023 since the publication of the Alleged Liquidation Notice in mid August 2023, and the Company's representation on the Alleged Liquidation Notice as stated in the Liquidation Notice Announcement remains firm and valid as at to-date.

Should there be any update on the legal or financial status of GZ Zheng Da, further announcement will be made by the Company as soon as practicable.

DELAY IN PUBLICATION OF THE 2023 RESULTS

Reference is made to the Company's announcement dated 12 March 2024 in relation to the notice of board meeting of the Company to be held on 27 March 2024 for the purpose of, among other agenda, approving the preliminary consolidated results of the Company for the year ended 31 December 2023 (the "2023 Results").

As at the date of this announcement, the Company obtained new discoveries on the Alleged Liquidation Petition of 2023, including but not limited to, new evidence in favour of GZ Zheng Da and unusual legal proceedings of the Alleged Liquidation Notice, and hence not yet concluded its assessment on the legal and financial position of GZ Zheng Da (without prejudice). The Company expects the assessment will be concluded in mid April and the 2023 Results is expected to be adopted and announced on or before 30 April 2024.

Accordingly, the agenda on approving the 2023 Results at the Company's board meeting held on 27 March 2024 was adjourned.

The Company will inform its shareholders and investors by notice once the board meeting date for approving the 2023 Results is ascertained.

Pursuant to Rule 14.49(1) of the Listing Rules, (the "Rule 14.49") the Company is required to publish the 2023 Results on or before 31 March 2024. Accordingly, the delay in publication of the Company's announcement of the 2023 Results will constitute a non-compliance with the said rule.

INTERIM SUSPENSION OF TRADING OF THE SHARES

Pursuant to Rule 13.50 of the Listing Rules, the trading of the Company's shares (the "Shares") is required to be temporary suspended due to the Company's failure in complying Rule 14.49, and the trading of the Shares will remain suspended until the Company is able to release the announcement of 2023 Results.

Accordingly, the Company will request the Stock Exchange for temporary suspension of trading of the Shares with effect from 9:00 am on 2 April 2024 until further notice.

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

By Order of the Board
Zhong Hua International Holdings Limited
Ho Kam Hung
Executive Director

Hong Kong, 27 March 2024

As at the date of this announcement, the board of directors of the Company comprises: (i) Ho Kam Hung as executive director; (ii) Young Kwok Sui as non-executive director; and (iii) Tam Kong, Lawrence, Wong Miu Ting, Ivy and Wong Kui Fai as independent non-executive directors.