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SMIT HOLDINGS LIMITED

國微控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2239)

(1) DELAY IN PUBLICATION OF 2023 ANNUAL RESULTS; (2) POSTPONEMENT OF BOARD MEETING; AND (3) TRADING SUSPENSION

This announcement is made by SMIT Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to the inside information provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and Rules 13.09 and 13.49(3)(i) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

DELAY IN PUBLICATION OF THE 2023 ANNUAL RESULTS

The board of directors of the Company (the “**Board**”) would like to inform the shareholders of the Company (the “**Shareholders**”) that the Company will not be able to publish the annual results announcement of the Group for the year ended 31 December 2023 (the “**2023 Annual Results**”) by 31 March 2024 as the auditor of the Company (the “**Auditor**”) is, as at the date of this announcement, still in the process of obtaining and reviewing the necessary documentation and information from an associated company of the Company to complete the audit procedures. The Company is actively assisting the Auditor to obtain the said documentation and information. The expected date of the publication of the 2023 Annual Results will need to be agreed upon with the Auditor and the Company will further announce once the said date is finalised.

Pursuant to Rule 13.49(3)(i) of the Listing Rules, if the Company is unable to publish the 2023 Annual Results within the prescribed timeframe, it must announce its results prepared based on the financial results which have yet been agreed upon with the Auditor (so far as such information is available). The Board, after due and careful consideration, in particular issues surrounding the information of an associated company, is of the view that it would not be appropriate for the Company to publish the unaudited management accounts of the Group for the year ended 31 December 2023 at this stage as they may not accurately reflect the financial performance and/or position of the Group and the publication of the unaudited management accounts could cause confusion and may be misleading to the Shareholders and potential investors of the Company.

Though the delay in publication of the 2023 Annual Results would constitute non-compliance of Rule 13.49(1) of the Listing Rules, the Board wishes to emphasise that the operations of the Group remain normal, and the Company will use its best endeavours to publish the 2023 Annual Results as soon as possible.

POSTPONEMENT OF BOARD MEETING

As the audit procedures have yet to be completed, the meeting of the Board originally scheduled to be held on 28 March 2024 for the purpose of, inter alia, considering and approving the 2023 Annual Results and considering the payment of a final dividend, if any, will be postponed to another date to be fixed and announced by the Board. The Company will publish further announcement(s) to inform the Shareholders of the date of the Board meeting as and when appropriate.

TRADING SUSPENSION

Pursuant to Rule 13.50 of the Listing Rules, The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) will normally require suspension of trading in the Company’s securities if the Company fails to publish periodic financial information in accordance with the Listing Rules, and the suspension will normally remain in force until the Company 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 from 9:00 a.m. on Tuesday, 2 April 2024 until the publication of the 2023 Annual Results.

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
SMIT Holdings Limited
Huang Xueliang
Chairman

Hong Kong, 27 March 2024

As at the date of this announcement, the executive Directors are Mr. Huang Xueliang (chairman and chief executive officer) and Mr. Loong, Manfred Man-tsun; the non-executive Directors are Mr. Kwan, Allan Chung-yuen and Mr. Cai Jing; and the independent non-executive Directors are Mr. Zhang Junjie, Mr. Woo Kar Tung, Raymond and Mr. Jin Yufeng.