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TEQU MAYFLOWER LIMITED

(incorporated in the Cayman Islands as an exempted company with limited liability)
(the “Issuer”)

US\$350,000,000 ZERO COUPON GUARANTEED CONVERTIBLE BONDS DUE 2026
(Stock Code: 40600) (the “Convertible Bonds”)
unconditionally and irrevocably guaranteed by



XJ International Holdings Co., Ltd.

希教國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(the “Guarantor”)

(Stock Code: 1765)

**(1) UPDATE ON APPEAL AGAINST DISMISSAL OF
WINDING-UP PETITION; AND**
**(2) CONTINUED SUSPENSION OF TRADING
OF THE CONVERTIBLE BONDS**

UPDATE ON APPEAL AGAINST DISMISSAL OF WINDING-UP PETITION

This announcement is made by the Guarantor under Rule 13.09(2)(a), Rule 13.25(1)(b) and Rule 37.47D of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the announcements of the Guarantor dated 5 March 2024, 2 April 2024, 14 April 2024, 21 May 2024, 12 June 2024, 19 June 2024, 24 June 2024, 27 June 2024, 8 August 2024, 28 August 2024 and 16 September 2024 (the “**Announcements**”) in relation to, among other matters, the suspension of trading in the Convertible Bonds, the winding-up petition filed against the Guarantor, the application for validation order, the appointment of financial advisor, the dismissal of winding-up petition by the High Court (the “**High Court**”), and the notice of appeal filed by the Petitioner to the Court of

Appeal of the High Court against the order of dismissal of winding-up petition made by the High Court on 28 August 2024 (the “**Appeal**”). Unless otherwise defined, capitalized terms used in this announcement shall have the same meanings as those defined in the Announcements.

The hearing of the Appeal is fixed on 17 April 2025. The Guarantor will make further announcement(s) to keep its shareholders and investors informed of any significant developments in relation to the above as and when appropriate.

CONTINUED SUSPENSION OF TRADING OF THE CONVERTIBLE BONDS

Trading in the Convertible Bonds was suspended with effect from 1:00 p.m. on 5 March 2024. In light of the pending Appeal, trading in the Convertible Bonds will remain suspended until further notice. Further announcement(s) in relation to any other material developments in connection with the Convertible Bonds will be made as and when appropriate.

Stakeholders and potential investors should exercise caution when investing or dealing in the securities of the Guarantor. You are recommended to consult your own professional or financial advisers if you are in any doubt as to your investment positions.

By Order of the Board
XJ International Holdings Co., Ltd.
Zhang Bing
Chairman and non-executive Director

Hong Kong, 18 December 2024

As at the date of this announcement, the Board of the Guarantor comprises Mr. Deng Yi, Mr. Wang Huiwu and Ms. Wang Xiu as executive Directors; Mr. Zhang Bing, Mr. Xu Changjun and Mr. Li Tao as non-executive Directors; and Mr. Zhang Jin, Mr. Liu Zhonghui and Mr. Xiang Chuan as independent non-executive Directors.