

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



新威斯特頓集團有限公司

NEW WESTERN GROUP LIMITED

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8242)

INSIDE INFORMATION

(1) POSSIBLE DELAY IN PUBLICATION OF AUDITED RESULTS ANNOUNCEMENT FOR THE YEAR ENDED 31 DECEMBER 2020 AND PUBLICATION OF THE 2020 ANNUAL REPORT; AND (2) POSTPONEMENT OF BOARD MEETING

This announcement is made by the Board pursuant to Rule 17.10(2) of the Rules Governing the Listing of Securities on the GEM (the “**GEM Listing Rules**”) of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Inside Information Provisions (as defined under the GEM 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 16 March 2021 in relation to the board meeting of the Company to be held on 31 March 2021 to consider and approve, among other matters, the publication of the audited annual results (“**Annual Results**”) of the Company and its subsidiaries for the year ended 31 December 2020 (“**FY2020**”).

POSSIBLE DELAY IN PUBLICATION OF ANNUAL RESULTS ANNOUNCEMENT FOR THE YEAR ENDED 31 DECEMBER 2020

The Company is required to publish the Annual Results on a date not later than three months after the end of the financial year, i.e. 31 March 2021, under Rule 18.49 of the GEM Listing Rules. The Board announces that, after due and careful consideration, it is of the view that there may be a possible delay in the publication of the Annual Results. The reason for such delay is that the Company is in the process of addressing certain outstanding requests raised by the auditor of the Company, Baker Tilly Hong Kong Limited (the “**Auditor**”), to the Board and the Audit Committee. Such outstanding requests are in connection with (i) long-term equity investment; (ii) impairment of goodwill and non financial assets; and (iii) loan receivables.

As at the date of this announcement, the Company is proactively cooperating with the Auditor to complete its audit work as soon as possible with the results of the audit procedures to be relied upon by the Auditor as significant evidence for their audit of the Company's consolidated financial statements for FY2020, and are likely to have significant impact on the nature, timing and extent of the audit procedures to be undertaken by the Auditor. The Board, after due and careful consideration, 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 2020 at this stage as they may not accurately reflect the financial performance and position of the Group, and their publication may be misleading and/or confusing to the Shareholders and potential investors of the Company.

POSSIBLE DELAY IN PUBLICATION OF ANNUAL REPORT FOR THE YEAR ENDED 31 DECEMBER 2020

The Company is required (a) to send its members and other holders of its listed securities a copy of the annual report including its annual account not less than 21 days before the date of the Company's annual general meeting and not more than three months after the date upon which the financial year ended under Rules 18.03 of the GEM Listing Rules; and (b) to publish its annual report and submit a copy of its annual report to the Stock Exchange for publication on the GEM website not later than three months after the date upon which the financial year ended under Rules 18.48A and 18.50C of the GEM Listing Rules.

In light of (i) the aforesaid delay in the auditing process; and (ii) the time needed for finalizing the Group's audited consolidated financial statements for FY2020 (including the related notes thereto) after the auditing process is completed, the Company will be unable to strictly comply with the aforesaid requirement under Rule 18.03, 18.48A and 18.50C of the GEM Listing Rules. The annual report for FY2020 will be despatched to the Shareholders after the Annual Results are announced.

POSTPONEMENT OF BOARD MEETING

The Board wishes to emphasize that the operation of the Group remains normal. However, as explained above, since the auditing process has been delayed, the Board meeting to be held on 31 March 2021 to consider and approve, among other matters, the publication of the 2020 Audited Annual Results, will be postponed to a date no later than middle of May 2021. A further announcement on the date of Board meeting will be published in due course.

In light of the above, the Auditor is not in a position to commit to a definite timeline about the completion of their audit and issuance of their audit opinion. Despite the uncertain timeline from the Auditor, the Company will render all assistance and cooperate with the Auditor in full to obtain the outstanding information as soon as possible. As such, the Board is of the view that the expected date of publication of the Annual Results and Annual Report will be in or around the middle of May 2021.

Further announcement(s) will be made by the Company when necessary if there are other material developments in the completion of the audit process.

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
New Western Group Limited
Yu Kwan Tseung Alvin
Executive Director and Chief Financial Officer

Hong Kong, 29 March 2021

As at the date of this announcement, the executive Directors are Mr. Zhang Qing, Mr. Gan Lin, Mr. Yu Kwan Tseung Alvin and Mr. Wong Kong; and the independent non-executive Directors are Mr. Chiu Yu Wang and Mr. Ng Wai Kee.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

This announcement, for which the director of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The director of the Company, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Listed Company Information” page of the GEM website at www.hkgem.com for at least 7 days from the date of the publication and will be published on the website of the Company at www.newwesterngroup.com.hk.