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Zheng Li Holdings Limited

正力控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8283)

- (I) FURTHER DELAY IN PUBLICATION OF THE THIRD QUARTERLY RESULTS AND FURTHER DELAY IN DESPATCH OF THE THIRD QUARTERLY REPORT FOR THE NINE MONTHS ENDED 30 SEPTEMBER 2020;**
- (II) DELAY IN PUBLICATION OF ANNUAL RESULTS AND DELAY IN DESPATCH OF ANNUAL REPORT FOR THE YEAR ENDED 31 DECEMBER 2020;**
- (III) POSTPONEMENT OF BOARD MEETING; AND**
- (IV) CONTINUATION OF TRADING HALT**

This announcement is made by Zheng Li Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to the Inside Information Provisions (as defined in the Rules Governing the Listing of Securities on GEM (the “**GEM Listing Rules**”) of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”)) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and Rules 17.10, 18.03, 18.48A, 18.49, 18.66 and 18.79 of the GEM Listing Rules.

FURTHER DELAY IN PUBLICATION OF THE THIRD QUARTERLY RESULTS AND FURTHER DELAY IN DESPATCH OF THE THIRD QUARTERLY REPORT FOR THE NINE MONTHS ENDED 30 SEPTEMBER 2020

Reference is made to the announcements issued by the Company dated 2 November 2020, 12 November 2020, 16 December 2020, 20 January 2021, 2 February 2021, 17 February 2021 and 1 March 2021 (the “**Announcements**”), respectively, in relation to, among other things, (i) the delay in publication of the 2020 Third Quarterly Results and the delay in dispatch of the 2020 Third Quarterly Report; and (ii) the resumption conditions of the Company. Unless otherwise stated, capitalized terms used in this announcement shall have the same meanings as those defined in the Announcements.

This announcement is for the purpose of updating shareholders regarding the further delay in publication of the 2020 Third Quarterly Results and the further delay in dispatch of the 2020 Third Quarterly Report.

The Board announces that, as the Company has been pending financial information from a major subsidiary in Singapore and more additional time is required for the preparation of the financial information of the Group for the nine months ended 30 September 2020. Hence, the Company was unable to publish the 2020 Third Quarterly Results and dispatch the 2020 Third Quarterly Report by the end of March 2021 as estimated in the Company’s announcement dated 1 March 2021.

The Company will continue to use its best endeavours to publish the 2020 Third Quarterly Results and dispatch the 2020 Third Quarterly Report to its Shareholders as soon as possible. Further announcement(s) and updates will be made in this respect as and when appropriate.

DELAY IN PUBLICATION OF THE ANNUAL RESULTS AND DELAY IN DESPATCH OF THE ANNUAL REPORT FOR THE YEAR ENDED 31 DECEMBER 2020

Reference is made to the announcement (the “**Announcement**”) issued by the Company dated 8 March 2021 in relation to the resignation of Ernst & Young (“**EY**”) as auditor of the Company.

As disclosed in the Announcement, the Company is in the course of identifying suitable auditor to fill up the vacancy as soon as practicable. In this connection, the Company will not be able to publish the annual results for the year ended 31 December 2020 (the “**2020 Annual Results**”) and will not be able to dispatch its annual report for the year ended 31 December 2020 (the “**2020 Annual Report**”) to its Shareholders by 31 March 2021 as required under the GEM Listing Rules. The publication of the 2020 Annual Results and the 2020 Annual Report will be further delayed to a date to be agreed with the new auditor of the Company.

POSTPONEMENT OF BOARD MEETING

The Board announces that (i) due to the further delay in the finalisation of the 2020 Third Quarterly Results, the Board Meeting originally scheduled will be postponed to another date to be fixed by the Board immediately upon the finalization of the 2020 Third Quarterly Results; and (ii) the Board Meeting which was expected to be held by the end of March 2021 for approving the 2020 Annual Results will therefore be further postponed.

As at the date of this announcement, the 2020 Third Quarterly Results of the Group are in preparation, the Company expects to publish the 2020 Third Quarterly Results and dispatch of the 2020 Third Quarterly Report by the end of May 2021. The Company will publish further announcement(s) to inform the Shareholders of the date of the Board Meeting in accordance with the requirements of the GEM Listing Rules.

CONTINUATION OF TRADING HALT

At the request of the Company, trading in the shares of the Company on the Stock Exchange has been halted since 16 November 2020, will continue and remain halted until the publication of the 2020 Annual Results and the dispatch of the 2020 Annual Report. Further announcement will be made by the Company in this respect as and when appropriate.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares or other securities of the Company.

By order of the Board
Zheng Li Holdings Limited
YAN Jianqiang
*Co-Chairman, Chief Executive Officer
and Executive Director*

Hong Kong, 31 March 2021

As at the date of this announcement, the executive Directors are Mr. YAN Jianqiang, Mr. WU Tangqing and Mr. CHUA Boon Hou (CAI Wenhao); the non-executive Director is Mr. YUAN Guoshun; and the independent non-executive Directors are Mr. LEUNG Yiu Cho, Mr. ZHANG Guangdong and Mr. CHEN Huichun.

This announcement, for which the Directors 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 Directors, 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 in 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 seven days from the day of its posting. This announcement will also be published on the website of the Company at www.zhengliholdings.com.