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## **Yi Hua Holdings Limited**

**益華控股有限公司**

**(In Liquidation)**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 2213)**

### **INSIDE INFORMATION**

- (1) WINDING UP BY THE COURT;**
- (2) APPOINTMENT OF LIQUIDATORS;**
- (3) CHANGE OF PRINCIPAL PLACE OF BUSINESS IN HONG KONG;**
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- AND**
- (6) CONTINUED SUSPENSION OF TRADING**

The announcement is made by Yi Hua Holdings Limited (In Liquidation) (the "**Company**") pursuant to Rule 13.09 and Rule 13.25 of the Rules (the "**Listing Rules**") Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to (i) the announcements of the Company dated 9 December 2019, 12 December 2019, 9 January 2020, 5 February 2020, 24 April 2020, 20 May 2020, 25 May 2020 and 8 June 2020 respectively in relation to, among others, a winding-up petition filed against the Company in the Court of First Instance of the High Court of the Hong Kong Special Administrative Region (the "**High Court**"); (ii) the announcement of the Company dated 17 August 2020 in relation to delay in publication of the audited financial results for the year ended 31 December 2019; and (iii) the announcement of the Company dated 18 August 2020 in relation to the halt of trading in the shares of the Company on the Stock Exchange pending the release of an inside information announcement.

### **WINDING UP ORDER AGAINST THE COMPANY**

On 18 August 2020, the Company was ordered to be wound up by the High Court in HCCW 393/2019.

### **APPOINTMENT OF LIQUIDATORS**

On 25 August 2020, the High Court ordered that Messrs. Lai Kar Yan (Derek) and Ho Kwok Leung Glen of Deloitte Touche Tohmatsu be appointed as the Joint and Several Liquidators of the Company.

## **CHANGE OF PRINCIPAL PLACE OF BUSINESS IN HONG KONG**

Effective from 25 August 2020, the principal place of business of the Company in Hong Kong has been changed to 35th Floor, One Pacific Place, 88 Queensway, Hong Kong.

## **RESUMPTION GUIDANCE**

On 25 August 2020, the Company received a letter (the "**Letter**") from the Stock Exchange, in which, among other things, the Stock Exchange sets out the following resumption guidance (the "**Resumption Guidance**") for the Company:

- (i) have the winding-up order against the Company withdrawn or dismissed and the appointment of any liquidators (provisional or not) discharged;
- (ii) publish all outstanding financial results and address any audit modifications; and
- (iii) inform the market of all material information for shareholders and investors to appraise the Company's position.

It is stated in the Letter that the Company must remedy the issues causing its trading suspension and fully comply with the Listing Rules to the Stock Exchange's satisfaction before trading in its securities is allowed to resume and, for this purpose, the Company has the primary responsibility to devise its action plan for resumption. The Stock Exchange may modify or supplement the Resumption Guidance if the Company's situation changes.

Under Rule 6.01A(1) of the Listing Rules, the Stock Exchange may cancel the listing of any securities that have been suspended from trading for a continuous period of 18 months. In the case of the Company, the 18-month period expires on 17 February 2022. If the Company fails to remedy the issues causing its trading suspension, fulfill the Resumption Guidance and fully comply with the Listing Rules to the Stock Exchange's satisfaction and resume trading in its shares by 17 February 2022, the Listing Division of the Stock Exchange will recommend the Listing Committee to proceed with the cancellation of the Company's listing. Under Rules 6.01 and 6.10 of the Listing Rules, the Stock Exchange also has the right to impose a shorter specific remedial period, where appropriate.

The Company is taking appropriate steps to comply with the Resumption Guidance and the Listing Rules as stated in the Letter in order to have the trading in the shares of the Company resumed.

## **RESIGNATION OF COMPANY SECRETARY**

The Company announces that Mr. Tse Wing York ("**Mr. Tse**") has resigned as company secretary of the Company with effect from 1 September 2020. Mr. Tse has confirmed that there is no disagreement with the board of directors of the Company and there are no matters in relation to his resignation that need to be brought to the attention of the shareholders of the Company or the Stock Exchange.

## **NON-COMPLIANCE WITH THE LISTING RULES**

Following the resignation of Mr. Tse, the Company fails to meet the requirements of appointing a company secretary under Rule 3.28 of the Listing Rules.

The Company is in the process of identifying a suitable candidate to fill the vacancy of company secretary and will make further announcement as and when appropriate.

## **CONTINUED SUSPENSION OF TRADING**

Trading in the shares of the Company on the Stock Exchange, which has been suspended with effect from 3:33 p.m. on 18 August 2020, remains suspended and will continue to be so until further notice.

The Company will keep the public informed by making further announcements as appropriate.

If the shareholders of the Company have any query about the implications of the winding-up order, the appointment of Liquidators and the continued suspension of the trading, they should obtain appropriate professional advice.

For and on behalf of  
**Yi Hua Holdings Limited**  
**(In Liquidation)**  
**Lai Kar Yan (Derek)**  
**Ho Kwok Leung Glen**  
*Joint and Several Liquidators*  
*acting as agents without personal liability*

Hong Kong, 7 September 2020

*On the basis of the information available from the previous announcements made by the Company, immediately before the winding up order was granted against the Company, the executive directors, the non-executive directors and the independent non-executive directors are as follows:-*

*Executive Directors:*

Mr. Chen Jianren  
Mr. Fan Xinpei  
Mr. Leung Wai Kwan  
Mr. Wu Kai

*Non-executive Directors:*

Mr. Chen Daren  
Mr. Chen Wenhan

*Independent Non-executive Directors:*

Mr. Tong I Tony  
Mr. Chong Ning  
Ms. Chan Man Sze