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TIANYUN INTERNATIONAL HOLDINGS LIMITED

天韻國際控股有限公司

(incorporated in the British Virgin Islands with limited liability)

(Stock Code: 6836)

INSIDE INFORMATION

(1) ESTABLISHMENT OF INVESTIGATION COMMITTEE

(2) DELAY IN PUBLICATION OF 2021 ANNUAL REPORT

AND

(3) CONTINUED SUSPENSION OF TRADING

This announcement is made by Tianyun International Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Listing Rules**”) and the Inside Information Provision (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 the announcements (the “**Announcements**”) of the Company dated 31 March 2022 and 8 April 2022, in relation to, among other things, the unaudited and audited annual results of the Company for the year ended 31 December 2021. Unless otherwise defined, capitalised words in this announcement have the same meaning as defined in the Announcements.

ESTABLISHMENT OF INVESTIGATION COMMITTEE

On 23 April 2022, the Board has resolved to establish an investigation committee (the “**Committee**”), initially comprising (i) two independent non-executive Directors, namely Mr. Liang Zhongkang and Mr. Shiu Shu Ming; and (ii) an executive Director, namely Mr. Yeung Wan Yiu, for the purpose of, among other things, investigating into the unauthorized transaction(s) as mentioned in the Announcements; reporting and making recommendations to the Board on appropriate actions to be taken (the “**Investigation**”).

The Committee may also appoint other professional advisers to assist in its investigation. The Company will update its shareholders and investors the progress and the results of the investigation as and when appropriate.

DELAY IN PUBLICATION OF 2021 ANNUAL REPORT

Based on, amongst others, the above reasons, the auditors of the Company are unable to issue an audit opinion of the Group for the year ended 31 December 2021 and the Company will not be able to publish the audited annual results announcement of the Group for the year ended 31 December 2021 (“**2021 Audited Annual Results**”), and the relevant annual report, and environmental, social and governance report for the year ended 31 December 2021 on or before 30 April 2022.

The Company will publish further announcement(s) to inform shareholders and potential investors of the Company of any material developments in connection with the 2021 Audited Annual Results and the Investigation as and when appropriate.

CONTINUED TRADING SUSPENSION OF THE SHARES OF THE COMPANY

Trading in the shares of the Company on the Stock Exchange has been suspended with effect from 9:00 am on 1 April 2022 as required under Rule 13.50 of the Listing Rules and will continue to be suspended until the publication of 2021 Audited Annual Results.

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

For and on behalf of the Board
Tianyun International Holdings Limited
Yang Ziyuan
Chairman and Executive Director

Hong Kong, 29 April 2022

As at the date of this announcement, the Board comprises (i) Mr. Yang Ziyuan, Mr. Sun Xingyu and Mr. Yeung Wan Yiu as the executive Directors; (ii) Ms. Chu Yinghong and Mr. Wong Yim Pan as the non-executive Directors; and (iii) Mr. Liang Zhongkang, Prof. Lu Yuanping, Mr. O'Yang Wiley and Mr. Shiu Shu Ming as the independent non-executive Directors.