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## **CAA Resources Limited**

**優庫資源有限公司\***

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

*(Joint Provisional Liquidators appointed)*

*(For restructuring purposes only)*

**(Stock Code: 02112)**

- (1) ANNUAL REPORT FOR THE YEAR ENDED 31 DECEMBER 2019**
- (2) INTERIM REPORT FOR THE SIX MONTHS ENDED 30 JUNE 2020**
- (3) ANNUAL REPORT FOR THE YEAR ENDED 31 DECEMBER 2020**
- (4) INTERIM REPORT FOR THE SIX MONTHS ENDED 30 JUNE 2021**
- (5) ANNUAL REPORT FOR THE YEAR ENDED 31 DECEMBER 2021**
- (6) ANNOUNCEMENT ON HIGH CONCENTRATION OF SHAREHOLDING DATED 10 JUNE 2022**

### **CLARIFICATION ANNOUNCEMENT**

References are made to (1) annual report of CAA Resources Limited (the “**Company**”) for the year ended 31 December 2019; (2) interim report of the Company for the six months ended 30 June 2020; (3) annual report of the Company for the year ended 31 December 2020; (4) interim report of the Company for the six months ended 30 June 2021; (5) annual report of the Company for the year ended 31 December 2021 (collectively “**Disclosures in Prior Annual Reports and Interim Reports**”); and (6) the announcement of the Company dated 10 June 2022 regarding the high concentration of shareholding of the Company (the “**High Concentration Announcement**”), which disclosed, among others, the shareholding of (i) Mr. Li Yang (“**Mr. Li**”), controlling shareholder and director of the Company; (ii) Cosmo Field Holdings Limited (“**Cosmo**”) which is wholly owned by Mr. Li, as disclosed under Part XV of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

As disclosed by the Company in the section headed “Directors’ and Chief Executive Officer’s Interests and Short Position In Shares and Underlying Shares” and “Substantial Shareholders and Other Persons’ Interest and Short Positions In the Shares and Underlying Shares” in the Disclosures in Prior Annual Reports and Interim Reports, as at the end of each of relevant reporting periods, (i) Mr. Li and Cosmo held interests in 843,750,000 Shares of the Company (representing 56.25% of the issued share capital of the Company); and (ii) holding of interests by Sichuan Liquor Group International Trade Co., Ltd. (“**Sichuan Liquor**”) in Shares of the Company was not disclosed.

Pursuant to disclosure of interest forms filed by Mr. Li and Cosmo as at the date of this announcement:

- (1) on 12 September 2019, Cosmo entered into a pledge document (the “**Pledge Document**”) with Sichuan Liquor, under which Cosmo pledged 91,000,000 Shares (the “**Pledged Shares**”, accounting for approximately 6.07% of issued shares of the Company) to Sichuan Liquor as a pledge guarantee in favour of Sichuan Liquor in respect to outstanding sum (the “**Outstanding Sum**”) owed to Sichuan Liquor by certain third parties.
- (2) on 20 January 2020, 91,000,000 Pledged Shares were transferred from Cosmo to third party nominated by Sichuan Liquor pursuant to the Pledge Document.

In addition, according to Mr. Li and Cosmo, the above-mentioned Outstanding Sum and Pledge Document are not connected with the Company or any of its subsidiaries.

## SUPPLEMENTAL DISCLOSURES IN PRIOR ANNUAL REPORTS AND INTERIM REPORTS

In light of the foregoing, the board (the “**Board**”) of directors (each, a “**Director**”) would like to make the following clarifications and restatement with respect to disclosures in relation to disclosure of interests of Mr. Li, Cosmo, Sichuan Liquor as at the end of relevant reporting period contained in the section headed “Directors’ and Chief Executive Officer’s Interests and Short Position In Shares and Underlying Shares” and “Substantial Shareholders and Other Persons’ Interest and Short Positions In the Shares and Underlying Shares” in the annual report of the Company for the year ended 31 December 2019:

“Interests or short positions which fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the Securities and Futures Ordinance, or interests or short positions of persons recorded in the register required to be kept under Section 336 of the Securities and Futures Ordinance in Shares of the Company or the underlying shares are as follows:

Name	Number of ordinary shares in which any such person is interested	Nature of interest	Percentage of issued shares
Mr. Li	843,750,000	Controlled corporation ( <i>Note</i> )	56.25%
Cosmo	843,750,000	Beneficial owner ( <i>Note</i> )	56.25%
Sichuan Liquor Group International Trade Co., Ltd. (“ <b>Sichuan Liquor</b> ”)	91,000,000	Security interest ( <i>Note</i> )	6.07%

*Note:* Cosmo is wholly owned by Mr. Li. Based on the disclosure of interest notices given by Mr. Li and Cosmo, Cosmo entered into a pledge document dated 12 September 2019 (the “**Pledge Document**”) with Sichuan Liquor, under which Cosmo pledged 91,000,000 Shares (the “**Pledged Shares**”) to Sichuan Liquor as a pledge guarantee in favour of Sichuan Liquor in respect to outstanding sum (the “**Outstanding Sum**”) owed to Sichuan Liquor by certain third parties. For clarification, the interest of Sichuan Liquor as stated above is based on the disclosure of interest forms given by Mr. Li and Cosmo.”

With regard to the remaining Prior Annual Reports and Interim Reports (i.e. the interim report for the six months ended 30 June 2020 and 2021, and the annual report for the year ended 31 December 2020 and 2021), the Board would like to make the following clarifications and restatement with respect to disclosures in relation to disclosures of interests of Mr. Li, Cosmo, and Sichuan Liquor as at the end of each relevant reporting period contained in the section headed “Directors’ and Chief Executive Officer’s Interests and Short Position In Shares and Underlying Shares” and “Substantial Shareholders and Other Persons’ Interest and Short Positions In the Shares and Underlying Shares”:

“Interests or short positions which fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the Securities and Futures Ordinance, or interests or short positions of persons recorded in the register required to be kept under Section 336 of the Securities and Futures Ordinance in Shares of the Company or the underlying shares are as follows:

Name	Number of ordinary shares in which any such person is interested	Nature of interest	Percentage of issued shares
Mr. Li	752,750,000	Controlled corporation ( <i>Note 1</i> )	50.18%
Cosmo	752,750,000	Beneficial owner ( <i>Note 2, 3</i> )	50.18%
Sichuan Liquor Group International Trade Co., Ltd. (“Sichuan Liquor”)	91,000,000	Beneficial owner ( <i>Note 3, 4</i> )	6.07%

*Note 1:* Cosmo is wholly owned by Mr. Li.

*Note 2:* Based on the disclosure of interest notices given by Mr. Li and Cosmo, Cosmo entered into a pledge document dated 12 September 2019 (the “**Pledge Document**”) with Sichuan Liquor, under which Cosmo pledged 91,000,000 Shares (the “**Pledged Shares**”) to Sichuan Liquor as a pledge guarantee in favour of Sichuan Liquor in respect to outstanding sum (the “**Outstanding Sum**”) owed to Sichuan Liquor by certain third parties. For clarification, the interest of Sichuan Liquor as stated above is based on the notices given by Mr. Li and Cosmo.

*Note 3:* On 20 January 2020, 91,000,000 Pledged Shares were transferred from Cosmo to third party nominated by Sichuan Liquor pursuant to the Pledge Document. According to Cosmo, the above-mentioned Outstanding Sum and Pledge Document are not connected with the Company in any way. For clarification, the interest of Sichuan Liquor as stated above is based on the notices given by Mr. Li and Cosmo.

*Note 4:* To the Directors’ knowledge and belief, Sichuan Liquor holds shares through its nominated third party(ies).”

## SUPPLEMENTAL DISCLOSURES IN THE HIGH CONCENTRATION ANNOUNCEMENT

In light of the foregoing, the Board would like to make the following clarifications with respect to disclosures in relation to disclosures of interests of Mr. Li, Cosmo and Sichuan Liquor in the High Concentration Announcement as follows:

	Number of shares held (Share)	Percentage of total number of issued shares (%)
Cosmo Field Holdings Limited (“Cosmo”) (Note 1)	<u>752,750,000</u>	<u>50.18</u>
Grace Generation Group Co. Limited (Note 2)	112,827,000	7.52
A group of 18 shareholders	430,212,000	28.68
Other shareholders	113,211,000	7.55
<b><u>Sichuan Liquor (Note 3)</u></b>	<u>91,000,000</u>	<u>6.07</u>
 Total	 <u><u>1,500,000,000</u></u>	 <u><u>100%</u></u>

*Note 1:* Mr. Li Yang is the beneficial owner of the entire issued share capital of Cosmo and is the Co-Chairman and Chief Executive Officer of the Company.

*Note 2:* Mr. Ng Khing Yeu is the sole shareholder of Grace Generation Group Co. Limited and is the Co-Chairman and Executive Director of the Company.

*Note 3:* To the Directors’ knowledge and belief, Sichuan Liquor Group International Trade Co., Ltd. (“**Sichuan Liquor**”) holds Shares through its nominated third party(ies).

The above information does not affect other information contained in Disclosures in Prior Annual Reports and Interim Reports and the High Concentration Announcement.

Save as disclosed above, all other information contained in the Disclosures in Prior Annual Reports and Interim Reports and the High Concentration Announcement remain unchanged.

By Order of the Board  
**CAA Resources Limited**  
**Li Yang**  
Co-Chairman

Hong Kong, 8 July 2022

*As at the date of this announcement, the executive Directors are Mr. Li Yang, Mr. Ng Khing Yeu, Ms. Li Xiaolan and Mr. Wang Er, and the independent non-executive Directors are Dr. Li Zhongquan, Dr. Wang Ling and Mr. Leung Yiu Cho.*

\* For identification only