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ZHONGZHENG INTERNATIONAL COMPANY LIMITED

中證國際有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 943)

**(1) DELAY IN PUBLICATION OF AUDITED
ANNUAL RESULTS ANNOUNCEMENT
FOR THE EIGHTEEN MONTHS ENDED 30 JUNE 2022;
(2) PUBLICATION OF UNAUDITED
ANNUAL RESULTS ANNOUNCEMENT
FOR THE EIGHTEEN MONTHS ENDED 30 JUNE 2022;
AND
(3) SUSPENSION OF TRADING**

This announcement is made by Zhongzheng International Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09(2)(a) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the announcement of the Company dated 30 December 2021 in relation to the change of financial year end date of the Company from 31 December to 30 June and thereby the next audited financial statements of the Group to be published will cover a period of 18 months commencing from 1 January 2021 and ending on 30 June 2022 (the “**2022 Audited Annual Results**”).

DELAY IN PUBLICATION OF THE 2022 AUDITED ANNUAL RESULTS

Pursuant to Rules 13.49(1) of the Listing Rules, the Company is required to publish in accordance with Rule 2.07C of the Listing Rules its preliminary results in respect of each financial year not later than three months after the end of the financial year (i.e. 30 September 2022).

Due to the outbreak of COVID-19, various cities in the PRC, including Dongguan, Nanjing and Luanping have implemented stringent travel and quarantine restrictions. As the factory of the healthcare and household products segment and those discontinued business which holds land and property development projects in the PRC, are located in Dongguan, Nanjing and Luanping, the stringent travel and quarantine restrictions

adversely affected the conduct of audit procedures, including physical inspection of property, plant and equipment of the Group, face-to-face collaborative enquiry with key management personnel of the Group and all other relevant third parties, and vouching of supporting documents of the Group.

In light of the above, the Company anticipated the 2022 Audited Annual Results cannot be published on or before 30 September 2022 in accordance with Rules 13.49(1) of the Listing Rules after discussion with the auditors of the Company (the “**Auditor**”). The 2022 Audited Annual Results can only be published upon completion of such reporting and audit processes after easing of the lockdown measures in the PRC. It is estimated that the 2022 Audited Annual Results will be published on 30 November 2022.

PUBLICATION OF UNAUDITED ANNUAL RESULTS ANNOUNCEMENT FOR THE EIGHTEEN MONTHS ENDED 30 JUNE 2022

Rule 13.49(3) of the Listing Rules provides that where an issuer is unable to make an announcement of its preliminary results based on its financial statements in accordance with Rules 13.49(1) and 13.49(2) of the Listing Rules, it must announce its financial results which have yet to be agreed with its auditors not later than three months after the end of the financial year.

In order to ensure that the Shareholders and potential investors of the Company will continue to receive sufficient information regarding the business operation and financial position of the Group, the Board has decided to publish the announcement for the unaudited consolidated annual results of the Group for the eighteen months ended 30 June 2022, which will be reviewed by the audit committee of the Company but have not been agreed with the Auditor as soon as practicable after receiving the legal opinion in respect of the coal mine in Central Kalimantan Province (“**PT Bara Mine**”) in the Republic of Indonesia. As disclosed in the announcement of the Company dated 26 April 2022, PT Bara Utama Persada Raya (a 99.98%-owned subsidiary of the Company), which holds a mining license (the “**Mining License**”) of PT Bara Mine, was notified by the Indonesian Government that the Mining License has been revoked and declared invalid with effect from the same date. Since then, the Company has been using its best endeavors to negotiate with the relevant authorities in respect of the incident to explore the possibility to reinstate the Mining License. In June 2022, the Company submitted the application for the reinstatement of the Mining License to the relevant authorities. So far the Company has clarified all the enquiries and satisfied all the conditions raised by the relevant authorities including provision of mining documents and settlement of taxes and dues and it is expected that the Company will receive decision from relevant authorities soon. The Company has also sought legal opinion in this regard and is expected to receive the legal opinion on or before 7 October 2022. It is believed that the legal opinion will provide the Company with greater clarity regarding the PT Bara Mine and the value of which would be fairly reflected in the unaudited consolidated annual results. The Company will also continue to work closely with the Auditor to facilitate the completion of the audit procedures and to publish the 2022 Audited Annual Results as soon as practicable.

The Company will make further announcement(s) as and when appropriate in relation to the latest development in the completion of the audit processes and the expected date of publishing the 2022 Audited Annual Results.

SUSPENSION OF TRADING

Pursuant to Rules 13.50 of the Listing Rules, if the issuer fails to release regular financial information in accordance with the Listing Rules, the Stock Exchange of Hong Kong Limited will usually request a suspension of trading in the issuer's securities, and the suspension will usually continue until the issuer publishes an announcement containing the necessary financial information. Therefore, trading in the shares of the Company is currently expected to be suspended with effect from 9:17 a.m. on 3 October 2022, pending the publication of the 2022 Audited Annual Results.

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
Zhongzheng International Company Limited
Liu Liyang
Executive Director

Hong Kong, 3 October 2022

As at the date of this announcement, the Board comprises four executive Directors, namely Mr. Leung Chung Shan, Mr. Tam Lup Wai, Franky, Mr. Liu Liyang and Mr. Qiu Qing; one non-executive Director, namely Mr. Lim Kim Chai, J.P.; and three independent non-executive Directors, namely Mr. Hau Chi Kit, Mr. Leung Chi Hung and Mr. Li Hon Kuen.