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三盛控股

Sansheng Holdings (Group) Co. Ltd.

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三盛控股（集團）有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2183)

**(1) DELAY IN PUBLICATION OF THE 2022 AUDITED ANNUAL RESULTS AND DESPATCH OF THE 2022 ANNUAL REPORT;
AND
(2) POSTPONEMENT OF BOARD MEETING**

This announcement is made by Sansheng Holdings (Group) Co. Ltd. (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 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 under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

References are made to the announcement of the Company dated 10 February 2023 (the “**February Update Announcement**”) in relation to the quarterly updates on status of resumption of trading in the shares of the Company, and the announcements referred to therein. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the February Update Announcement and the announcements referred to therein.

DELAY IN PUBLICATION OF THE 2022 AUDITED ANNUAL RESULTS AND DESPATCH OF THE 2022 ANNUAL REPORT

Pursuant to Rule 13.49(1) of the Listing Rules, the Company is required to publish an announcement in relation to its preliminary results in respect of the financial year ended 31 December 2022 (the “**2022 Audited Annual Results**”) not later than three months after the end of the financial year of the Company, i.e. on or before 31 March 2023. Pursuant to Rule 13.49(2) of the Listing Rules, the preliminary announcement in relation to the 2022 Audited Annual Results shall be based on the Company’s financial statements for the financial year ended 31 December 2022 which shall have been agreed with the auditors.

Under Rule 13.46(2)(a) of the Listing Rules, the Company is required to send the annual report in respect of the financial year ended 31 December 2022 (the “**2022 Annual Report**”) to its shareholders not less than 21 days before the date of its annual general meeting and in any event not more than four months after the end of the financial year to which it relates, i.e. on or before 30 April 2023.

The Company wishes to inform its shareholders that, as the publication of the 2021 Audited Annual Results and the 2022 Interim Results, and the despatch of the 2021 Annual Report and 2022 Interim Report are still pending, the publication of the 2022 Audited Annual Results will be delayed. The Independent Investigation is still ongoing. The Independent Investigator has substantially completed the review of documentary information made available by the Company, investigative due diligence research, and forensic technology procedures. As at the date of this announcement, the Board understands that the Independent Investigator is in the course of preparing the independent investigation report and it is expected that the first draft of the independent investigation report will be available in or around April 2023. Additional time is required for the auditor of the Company to take follow-up actions in completing the audit of the 2021 Audited Annual Results and to commence the audit work for the 2022 Audited Annual Results.

Based on the above reasons, the Company will not be able to despatch the 2022 Annual Report of the Company on or before 30 April 2023. The delays in publication of the 2022 Audited Annual Results and despatch of the 2022 Annual Report constitute non-compliance of Rules 13.49(1) and 13.46(2)(a) of the Listing Rules, respectively.

NON-PUBLICATION OF THE UNAUDITED ANNUAL RESULTS ANNOUNCEMENT FOR THE YEAR ENDED 31 DECEMBER 2022

Pursuant to Rule 13.49(3) of the Listing Rules, where an issuer is unable to make an announcement of its preliminary results based on the issuer’s financial statements which shall have been agreed with the auditors pursuant to Rules 13.49(1) and (2) of the Listing Rules, the issuer must, so far as the information is available, announce its results based on the financial results which have yet to be agreed with the auditor, those results must have been reviewed by the issuer’s audit committee where possible, and the issuer must also announce the expected date of announcement of the financial results for the financial year which shall have been agreed with the auditors.

As mentioned above, since the publication of the 2021 Audited Annual Results, the 2022 Interim Results and the despatch of the 2021 Annual Report and the 2022 Interim Report are still pending, the Board, after due and careful consideration, is of the view that it would not be appropriate for the Company to publish the unaudited management accounts of the Company for the financial year ended 31 December 2022 at this stage as it may not accurately reflect the financial performance and position of the Company.

As at the date of this announcement, the Company and its auditors have not yet come to an agreement on the definite timeline about the completion of the audit work and as a result, the Company is unable to confirm the expected date for the publication of the 2021 Audited Annual Results, the 2022 Interim Results and the 2022 Audited Annual Results, and for the despatch of the 2021 Annual Report, the 2022 Interim Report and the 2022 Annual Report. The Board and the management of the Company are making every effort to assist and cooperate with the auditor of the Company and the Independent Investigator such that the 2021 Audited Annual Results, the 2022 Interim Results and the 2022 Audited Annual Results can be published as soon as practicable.

The Company will publish further announcement(s) in respect of the 2021 Audited Annual Results, the 2022 Interim Results, the 2022 Audited Annual Results, the 2021 Annual Report and the 2022 Annual Report as and when appropriate.

POSTPONEMENT OF BOARD MEETING

The Board announces that due to the delay in publication of the 2022 Audited Annual Results, the meeting of the Board (the “**Board Meeting**”) for the purpose of considering and approving, among others, the 2022 Audited Annual Results will be postponed and the Company will publish further announcement to inform its shareholders on the date of the relevant Board Meeting as and when appropriate.

CONTINUED SUSPENSION OF TRADING

At the request of the Company, trading in the shares of the Company on the Stock Exchange was suspended with effect from 10:57 a.m. on 16 May 2022, and will remain suspended pending fulfilment of the Resumption Guidance and any supplement or modification thereto.

By order of the Board
Sansheng Holdings (Group) Co. Ltd.
Lin Rongbin
Chairman

Hong Kong, 24 March 2023

As at the date of this announcement, the Board comprises two executive Directors, namely Mr. Lin Rongbin and Ms. Cheng Xuan; two non-executive Directors, namely Mr. Zhang Jingui and Mr. Zhou Tao David; and three independent non-executive Directors, namely Mr. Pan Dexiang, Mr. Wong Heung Ming Henry and Mr. Zhu Hongchao.