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**CIFI Holdings (Group) Co. Ltd.**

**旭輝控股(集團)有限公司**

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

**(Stock Code: 00884)**

**(Debt Stock Codes: 05261, 05925, 40046, 40120, 40316, 40464, 40519, 40681, 40682, 85926)**

**(Warrant Stock Codes: 17211, 21305, 24361)**

### **INSIDE INFORMATION**

#### **(1) DELAY IN PUBLICATION OF 2022 ANNUAL RESULTS**

#### **(2) POSTPONEMENT OF BOARD MEETING**

#### **(3) CONTINUED SUSPENSION OF TRADING**

This announcement is made by CIFI Holdings (Group) Co. Ltd. (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Inside Information Provisions under 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 31 March 2023 in relation to the suspension of trading in the ordinary shares, warrants and derivatives of the Company on the Stock Exchange (the “**31 March Announcement**”). The purpose of this announcement is to, among other things, provide further details in connection with the inside information referenced to in the 31 March Announcement.

### **DELAY IN PUBLICATION OF 2022 ANNUAL RESULTS**

The board of directors of the Company (the “**Board**”) wishes to inform the shareholders and potential investors of the Company that the Company’s auditor (the “**Auditor**”) has received an anonymous letter (the “**Letter**”) which raises a number of challenges to certain transactions with an alleged aggregate amount of RMB1.8 billion which involve, among other parties, the Company and CIFI Ever Sunshine Services Group Limited (stock code: 01995), a non-wholly owned subsidiary of the Company (together, the “**Transactions**”). The Company’s management considers the allegations to be vague and lacking in substance. The Company’s management has conducted a review of the Transactions mentioned in the Letter and is of the view that the Transactions have been reflected in the management accounts of the Group and that such transactions are supported by sufficient commercial substance and business rationale and are on normal commercial terms.

Since its receipt of the Letter, the Company has been working closely with the Auditor to address their queries regarding the Transactions. The Auditor has recommended that to address the allegations in the Letter, Company and the audit committee of the Board undertake additional procedures to verify and confirm, among other things, the commercial substance and business rationale for the Transactions and their compliance with applicable laws and regulations (including but not limited to the Listing Rules), in order that the Auditor will be in a position to complete the necessary audit procedures. Pending the completion of the additional procedures to ensure the accuracy of the Group's preliminary results in respect of the financial year ended 31 December 2022 (the “**2022 Annual Results**”), the Company is unable to publish the 2022 Annual Results on or before 31 March 2023 in accordance with Rule 13.49(1) of the Listing Rules.

Further, the Board has decided, after due and careful consideration, that it would not be appropriate for the Company to publish the unaudited consolidated management accounts of the Group for the year ended 31 December 2022 (the “**2022 Unaudited Management Accounts**”) at this stage in accordance with Rule 13.49(3) of the Listing Rules as there may be adjustments to the 2022 Unaudited Management Accounts following any additional procedures being undertaken by the Auditor in respect of the Transactions and hence, the Board of the view that the publication of the 2022 Unaudited Management Accounts at this stage would be misleading and confusing to the shareholders and potential investors of the Company.

The Board and the management of the Company will continue to work closely with the Auditor so as to facilitate the completion of the remaining audit procedures and to publish the 2022 Annual Results. The Board will do what is required to expedite and aim to publish the 2022 Annual Results and despatch the Company's annual report for the year ended 31 December 2022 (the “**2022 Annual Report**”) on or before 30 April 2023 in compliance with Rule 13.46(2)(a) of the Listing Rules in order to resume the trading of the ordinary shares, warrants and derivatives of the Company on the Stock Exchange as soon as possible.

## **POSTPONEMENT OF BOARD MEETING**

Given the 2022 Annual Results are not ready for publication by 31 March 2023, the meeting of the Board as announced by the Company to be held on 31 March 2023, for the purpose of, among other matters, considering and approving the 2022 Annual Results and its publication will be postponed and convened once the 2022 Annual Results are ready for publication. The Company will publish an announcement in accordance with Rule 13.43 of the Listing Rules in due course.

## **CONTINUED SUSPENSION OF TRADING**

At the request of the Company, trading in the ordinary shares, warrants and derivatives of the Company on the Stock Exchange has been suspended with effect from 9:00 a.m. on Friday, 31 March 2023, pending the publication of this announcement. However, given that the Company is unable to publish the 2022 Annual Results on or before 31 March 2023 in accordance with Rule 13.49(1) of the Listing Rules, pursuant to Rule 13.50 of the Listing Rules, trading in the ordinary shares, warrants and derivatives of the Company on the Stock Exchange will continue to suspend pending the publication of the 2022 Annual Results.

The Company will publish further announcement(s) in due course to inform the shareholders and potential investors of the Company of any update on (i) the date of the meeting of the Board to approve the 2022 Annual Results, (ii) the audit process of the 2022 Annual Results (including the decision taken by the Board and the Auditor in respect of the recommended steps as set out above), (iii) the timing of despatch of the 2022 Annual Report, and (iv) the trading in the securities of the Company in accordance with the Listing Rules and applicable laws as and when appropriate.

## **WARNING**

**As set out in the announcement of the Company dated 10 March 2023, the Group has made significant progress to formulate a holistic solution to its current offshore liquidity situation. However, the finalization and/or implementation of any such holistic solution to the offshore liquidity situation of the Group will be subject to many factors which may not within the control of the Company. As (a) there is no assurance that any such holistic solution will be finalized and/or implemented and (b) there is no assurance that the 2022 Annual Results and 2022 Annual Report will be published on or before 30 April 2023, shareholders, holders of securities of the Company and other investors of the Company are (i) advised not to rely solely on the information contained in this announcement and such other announcements published by the Company and (ii) are reminded to consider the related risks and exercise caution when dealing in the shares and other securities of the Company. When in doubt, shareholders, holders of securities of the Company and other investors of the Company are advised to seek professional advice from their own professional or financial advisers.**

By Order of the Board  
**CIFI Holdings (Group) Co. Ltd.**  
**LIN Zhong**  
*Chairman*

Hong Kong, 31 March 2023

*As at the date of this announcement, the Board comprises Mr. LIN Zhong, Mr. LIN Wei, Mr. LIN Feng, Mr. RU Hailin and Mr. YANG Xin as executive Directors; and Mr. ZHANG Yongyue, Mr. TAN Wee Seng and Ms. LIN Caiyi as independent non-executive Directors.*