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火岩控股
FIRE ROCK HOLDINGS

火岩控股有限公司
FIRE ROCK HOLDINGS LIMITED
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1909)

INSIDE INFORMATION

(1) DELAY IN PUBLICATION OF THE 2022 ANNUAL RESULTS; (2) POSTPONEMENT OF BOARD MEETING; AND (3) CONTINUED SUSPENSION OF TRADING

This announcement is made by the board of directors (the “**Board**”) of Fire Rock Holdings Limited (the “**Company**”) pursuant to Rules 13.09(2)(a) and 13.49(3)(i) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “**SFO**”).

Reference is made to the announcements of the Company dated 23 February 2022, 18 March 2022, 1 April 2022, 20 May 2022, 30 June 2022, 8 July 2022, 29 August 2022, 7 September 2022, 30 September 2022, 11 November 2022, 11 December 2022, 3 January 2023, 30 March 2023 and 31 March 2023 respectively, in relation to, among other things, the Incident referred to in the announcement dated 23 February 2022, the delay in publication of the annual results of the Group for the year ended 31 December 2021, the suspension of trading in the Company’s shares and the Resumption Guidance from the Stock Exchange, the quarterly update on resumption for the 3 months period ended 30 June 2022, the Company’s profit warning for the six months ended 30 June 2022, the delay in publication of the interim results and the interim report of the Group for the six months ended 30 June 2022, the memorandum of understanding in relation to a possible acquisition by the Company, the quarterly update on resumption for the 3 months period

ended 30 September 2022, the change of auditor, the resignation of joint company secretary and chief financial officer, the appointment of joint company secretary, the quarterly update on resumption for the 3 months period ended 31 December 2022, the appointment of independent non-executive directors, the update on the memorandum of understanding in relation to possible acquisition, the appointment of executive directors and chief executive officer, the Company's profit warning for the year ended 31 December 2022 and the quarterly update on resumption for the 3 months period end 31 March 2023 (the "**Announcements**"). Unless the context otherwise requires, capitalised terms used herein shall have the same meaning as those defined in the Announcements.

DELAY IN PUBLICATION OF THE ANNOUNCEMENT IN RELATION TO THE 2022 ANNUAL RESULTS

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 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. Under Rule 13.49(2) of the Listing Rules, the preliminary announcement in relation to the 2022 Annual Results shall be based on the Company's financial statements for the year ended 31 December 2022 which shall have been agreed with the auditors.

The Board hereby announces that, the Company is unable to finalise its consolidated financial statements for the year ended 31 December 2022, including the financial impact of the Incident, as Crowe (HK) CPA Limited ("**Crowe**") is still in the process of conducting their engagement acceptance procedures. Therefore the Company will require more time to complete the process including financial reporting and auditing, and it shall delay the publication of the announcement in relation to the 2022 Annual Results after 31 March 2023.

The Board acknowledges that any delay in publishing the announcement in relation to the 2022 Annual Results will constitute non-compliance with Rule 13.49(1) of the Listing Rules. Discussion with Crowe has been made and the Board and the management of the Company are doing their utmost to finalise the consolidated financial statements for the year ended 31 December 2022 for Crowe to carry out their necessary procedures, so that the 2022 Annual Results can be made available as soon as practicable. Further announcement(s) will be made by the Company to inform its shareholders the expected date of publication of the 2022 Annual Results as and when appropriate.

Rule 13.49(3) of the Listing Rules provides that where an issuer is unable to issue its preliminary results in accordance with Rules 13.49(1) and (2) of the Listing Rules, it must announce its results based on the financial results that have yet to be agreed with the auditors (so far as the information is available). 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 2022 Annual Results at this stage as such management accounts may not accurately reflect the financial performance and position of the Company.

The Company will make further announcement(s) to provide updates on the above matters as and when appropriate in accordance with the Listing Rules and the SFO.

POSTPONEMENT OF THE BOARD MEETING

In light of the delay in the publication of the 2022 Annual Results, the Board meeting in respect of reviewing and approving, among other matters, the 2022 Annual Results will be postponed. The Company will publish further announcement(s) to inform the shareholders of the Company of the date of the Board meeting as and when appropriate.

CONTINUED SUSPENSION OF TRADING

As disclosed in the announcement on quarterly update on resumption dated 31 March 2023, the Company and its professional advisers are in the progress of devising a resumption plan with actions that it intends to take to remedy the issues causing its trading suspension and to fulfill the Resumption Guidance.

Trading in the Shares on the Stock Exchange was suspended from 9:00 a.m. on 1 April 2022 and will remain suspended until further notice.

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

By order of the Board of
Fire Rock Holdings Limited
Chen Di
Executive Director

Hong Kong, 31 March 2023

As at the date of this announcement, the executive Directors are Mr. Zhou Kun, Mr. Zhou Zhiwei, Mr. Gao Bo and Mr. Chen Di; the non-executive Directors are Mr. Zhang Yan and Ms. Yang Kan; and the independent non-executive Directors are Mr. Chan King Fai, Ms. Chow Woon San Shirley, Mr. Tam Chik Ngai Ambrose, Mr. Yang Zhen and Ms. Zhuang Renyan.