

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



中国地利集团
China Dili Group

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1387)

INSIDE INFORMATION

- (1) FURTHER DELAY IN PUBLICATION OF ANNUAL RESULTS FOR THE YEAR ENDED 31 DECEMBER 2022 AND IN DESPATCH OF THE 2022 ANNUAL REPORT;**
- (2) EXPECTED DELAY IN PUBLICATION OF INTERIM RESULTS FOR THE SIX MONTHS ENDED 30 JUNE 2023 AND IN DESPATCH OF THE 2023 INTERIM REPORT;**
- (3) POSTPONEMENT OF THE 2023 ANNUAL GENERAL MEETING;**
- AND**
- (4) CONTINUED SUSPENSION OF TRADING**

This announcement is made by China Dili Group (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to the inside information provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and 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**”).

Reference is made to the announcement of the Company dated 28 March 2023 in relation to the expected delay in publication of annual results for the year ended 31 December 2022 and expected delay in despatch of the 2022 annual report (the “**Announcement**”). Unless otherwise stated, capitalised terms used in this announcement shall have the same meanings as defined in the Announcement.

FURTHER DELAY IN PUBLICATION OF ANNUAL RESULTS FOR THE YEAR ENDED 31 DECEMBER 2022 AND IN DESPATCH OF THE 2022 ANNUAL REPORT

As set out in the Announcement, completion of the audit procedures by the Auditors of the Group’s consolidated financial statements for the year ended 31 December 2022 (the “**2022 Annual Results**”) is subject to the resolution of certain matters for which more information and/or explanation is required. In light of the recent conclusion of the Independent Investigation (as defined in the announcement of the Company dated 18 August 2023), its impact on the 2022 Annual Results has yet to be determined and thus there will be a further delay in (i) the publication of the 2022 Annual Results; and (ii) the despatch of the 2022 annual report to shareholders of the Company. The Company is currently working closely with the Auditors for the provision of necessary documentation and information as requested such that the Auditors can complete its audit process as soon as practicable. The expected date of the publication of the 2022 Annual Results will need to be agreed upon with the Auditors and the Company will further announce once the said date is finalised.

EXPECTED DELAY IN PUBLICATION OF INTERIM RESULTS FOR THE SIX MONTHS ENDED 30 JUNE 2023 AND IN DESPATCH OF THE 2023 INTERIM REPORT

Pursuant to Rules 13.49(6) and 13.48(1) of the Listing Rules, the Company is required to publish a preliminary announcement in respect of the Group's results for the six months ended 30 June 2023 (the "**2023 Interim Results**") no later than 31 August 2023, and despatch to its shareholders its 2023 interim report no later than 30 September 2023.

Due to the delay in the publication of the 2022 Annual Results, the Company will be unable to publish its 2023 Interim Results by 31 August 2023 and despatch its 2023 interim report by 30 September 2023. The Company will publish further announcement(s) to inform its shareholders and potential investors of the date of publication of the 2023 Interim Results and the date of despatch of its 2023 interim report as and when appropriate.

The Company will use its best endeavours to complete and publish the 2022 Annual Results and the 2023 Interim Results to inform its shareholders and the public of the information in appraising the financial position of the Group.

POSTPONEMENT OF THE 2023 ANNUAL GENERAL MEETING

Pursuant to article 56 of the amended and restated articles of association of the Company, an annual general meeting of the Company shall be held in each financial year and such annual general meeting must be held within six months after the end of the Company's financial year.

In view of the aforementioned further delay in the publication of the 2022 Annual Results and the despatch of the 2022 annual report, the convening of the annual general meeting of the Company for the year ended 31 December 2022 (the "**2023 Annual General Meeting**") is expected to be held on a date that is more than six months after the end of the year ended 31 December 2022.

The Company will publish further announcement(s) to inform its shareholders and potential investors of the date of the 2023 Annual General Meeting as and when appropriate.

CONTINUED SUSPENSION OF TRADING

At the request of the Company, trading in all securities of the Company on the Stock Exchange has been suspended with effect from 9:00 a.m. on 28 October 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 and other securities of the Company.

By Order of the Board
China Dili Group
Wang Yan
Chairman

Hong Kong, 30 August 2023

As at the date of this announcement, the Board comprises Mr. Wang Yan, Mr. Dai Bin and Ms. Qin Xiang as executive directors; Mr. Yin Jianhong and Mr. Yao Yanzhong as non-executive directors; and Dr. Fan Ren-Da, Anthony, Mr. Wang Yifu, Mr. Leung Chung Ki and Mr. Tang Hon Man as independent non-executive directors.