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## **CELEBRATE INTERNATIONAL HOLDINGS LIMITED**

**譽滿國際（控股）有限公司**

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

**(Stock code: 8212)**

### **THE STOCK EXCHANGE'S NOTICE TO COMMENCE DELISTING PROCEDURES**

This announcement is made by Celebrate International Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 9.17 of the Rules (the “**GEM Listing Rules**”) Governing the Listing on the GEM of 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 671 of the Laws of Hong Kong).

#### **NOTICE TO COMMENCE DELISTING PROCEDURES**

The Company has received a letter (the “**Letter**”) dated 28 June 2019 from the Stock Exchange, which serves as a notice pursuant to Rule 9.15 of the GEM Listing Rules. The Stock Exchange has decided to suspend trading in the Company’s shares under Rule 9.04 of the GEM Listing Rules and proceed with the cancellation of the Company’s listing under Rule 9.14 of the GEM Listing Rules after having considered, among others, the following:

- 1) the Group has been maintaining a very low level of operation and recorded net loss or minimal net profit and negative operating cash flow for each of the past five financial years;
- 2) the Company has ceased most of its existing businesses except for the securities investment business; and
- 3) the Group’s assets may not enable the Group to carry out businesses with sufficient level of operations to justify the continued listing of the Company’s shares.

Pursuant to the Letter, the Company is required to re-comply with Rule 17.26 of the GEM Listing Rules. If the Company fails to do so by the expiry of the 12-month period (i.e. 5 June 2020), the Stock Exchange will proceed with cancellation of the Company’s listing.

Under Rule 4.06(1) of the GEM Listing Rules, the Company has the right to have the Decision referred to the GEM Listing Committee for review. The Company may request that the Decision be reviewed by the GEM Listing Committee on or before 10 July 2019. Trading in the Shares have been suspended since 9:00 a.m. on 6 June 2019 pending release of an announcement pursuant to the Hong Kong Code on Takeovers and Mergers which constitutes inside information of the Company. The Company is discussing the Letter with the Company's legal adviser.

Further announcements will be made by the Company as and when appropriate and in accordance with the requirements of the GEM Listing Rules. Shareholders of the Company who have any queries about the procedures of the Stock Exchange's notice of proceeding to cancel the Company's listing are advised to obtain appropriate professional advice.

By order of the Board  
**Celebrate International Holdings Limited**  
譽滿國際(控股)有限公司  
**Woo Eddie**  
*Chairman*

Hong Kong, 28 June 2019

As at the date of this announcement, the Directors of the Company are:

*Executive Directors*

*Mr. Woo Eddie*

*Mr. Suen Yick Lun Philip*

*Mr. Au Wai June*

*Independent Non-executive Directors*

*Mr. Chow Chi Wah Vincent*

*Ms. Chow Mun Yee*

*Mr. Ma Ka Ki*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the "Latest Company Announcements" page of the GEM website for 7 days from the date of its publication and on the Company's website at <http://www.ciholdings.com.hk>.*