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展 望
ZHANWANG

浙江展望股份有限公司

ZHEJIANG PROSPECT COMPANY LIMITED*

(a joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 08273)

PROPOSED RESUMPTION TIMETABLE

This announcement is made by the board (“**Board**”) of directors (“**Directors**”) of Zhejiang Prospect Company Limited* (the “**Company**”) pursuant to Rule 17.10 of the Rules Governing the Listing of Securities on GEM (the “**GEM Listing Rules**”) of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Inside Information Provisions (as defined in the GEM Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the announcements of the Company dated 26 March 2018, 3 April 2018, 15 May 2018, 4 July 2018, 17 August 2018, 20 August 2018, 22 August 2018, 12 February 2019, 13 March 2019, 24 April 2019 and 15 May 2019 (the “**Announcements**”) respectively in relation to, among other things, delay in publication of its annual results and annual report in respect of the year ended 31 December 2017 (the “**2017 Annual Results**”), delay in publication of its quarterly results and quarterly report in respect of the three months ended 31 March 2018 (the “**2018 First Quarterly Results**”), the Resumption Conditions, delay in publication of its interim results and interim report in respect of the six months ended 30 June 2018 (the “**2018 Interim Results**”), internal control review of the Company, the Additional Resumption Conditions, delay in publication of its quarterly results and quarterly report in respect of the nine months ended 30 September 2018 (the “**2018 Third Quarterly Results**”), resignation of auditor and appointment of auditor, delay in publication of its annual results and annual report in respect of the year ended 31 December 2018 (the “**2018 Annual Results**”), and delay in publication of its quarterly results and quarterly report in respect of the three months ended 31 March 2019 (the “**2019 First Quarterly Results**”), respectively. Unless otherwise stated, capitalised term used in this announcement shall have the same meaning as those defined in the Announcements.

PROPOSED RESUMPTION TIMETABLE

The following table sets forth the events and update in the timetable for resumption of trading of the Company:

Resumption conditions	Expected time frame
(i) address all audit issues raised by the auditors of the Company;	<p>The Company has addressed the major outstanding audit issues as requested by Elite Partners CPA Limited as follows:</p> <ul style="list-style-type: none">(a) the issuance of the formal investigation report by the forensic accountant on 29 July 2019, which states that there is no fraud on the part of the Directors and management of the Company; and(b) for the preparation and approval of the financial statements for the years ended 31 December 2017 and 2018, the Company has made certain changes in its Board composition to replace the Directors who were responsible for the Cancelled Purchase Transactions Through Negotiation and the 2018 Cancelled Purchase Transactions.
(ii) publish all outstanding financial results in accordance with the GEM Listing Rules and address all audit modifications; and	<p>As disclosed in the announcement of the Company dated 13 March 2019, the Company has already engaged Elite Partners CPA Limited as auditor. The specific timelines of work is proposed as follows:</p> <ul style="list-style-type: none">1. The audit for the year ended 31 December 2017 is tentatively scheduled to be completed on or around 13 August 2019.

Resumption conditions**Expected time frame**

2. The first quarterly results for the three months ended 31 March 2018, the interim results for the six months ended 30 June 2018, the third quarterly results for the nine months ended 30 September 2018, are expected to be completed before 20 August 2019.
 3. The audit for the year ended 31 December 2018 is expected to be completed before 10 September 2019.
 4. The first quarterly results for the three months ended 31 March 2019 are expected to be completed before 13 September 2019.
- (iii) announce all material information for the Company's shareholders and other investors to appraise the Company's position.

Announcements would be published on an ongoing and timely basis.

Additional resumption conditions**Expected time frame**

- (i) demonstrate that there is no reasonable regulatory concern about management integrity, and/or any persons with substantial influence over the Company's management and operations, which will pose a risk to investors and damage market confidence;

The Company engaged an independent forensic accountant to conduct an independent forensic accounting review, and the forensic accountant have not noted any fraud and integrity issues, nor any willful breach of the requirements as set out in Rule 5.01 and Rule 5.02 of Chapter 5 and Rule 25.13(2) of Chapter 25 of the GEM Listing Rules

Mr. Fei Guo Yang, the then chairman and executive Director, who was responsible for the daily management of the Company and responsible for the conduct of the Cancelled Purchase Transactions Through Negotiation and 2018 Cancelled Purchase Transactions, and Mr. Hong Guo Ding, the then executive Director and the Compliance Officer of the Company, resigned as the chairman, executive Directors and the Compliance Officer, respectively, on 16 July 2019.

Additional resumption conditions

Expected time frame

- (ii) demonstrate that the directors and supervisors of the Company meet a standard of competence commensurate with their position as directors and supervisors of a listed issuer to fulfill duties of skill, care and diligence as required under Rules 5.01, 5.02 and 25.13(2) of the GEM Listing Rules, respectively; and

During the course of the forensic accountant's investigation, they have not noted any fraud and integrity issues, nor any willful breach of the requirements as set out in Rule 5.01 and Rule 5.02 of Chapter 5 and Rule 25.13(2) of Chapter 25 of the GEM Listing Rules.

The Company appointed Mr. Zhao Tao (“**Mr. Zhao**”) as a non-executive Director on 16 July 2019. The Board is of the view that Mr. Zhao could contribute in monitoring the Company's internal control and financial management.

The Company appointed Mr. Ng Ka Chai (“**Mr. Ng**”), a Hong Kong certified public accountant, as the financial controller and company secretary of the Company on 10 May 2019. The Board is of the view that Mr. Ng could contribute to the Company in compliance matters.

- (iii) demonstrate that the Company has in place adequate internal controls and procedures to comply with the GEM Listing Rules.

The Company engaged Independent Internal Control Adviser to perform an assessment of the Company's internal control systems and to make recommendations for improvement where applicable.

The Company has set up internal control compliance review committee (內部監控合規檢討委員會) and risk management and process monitoring team (風險管理及流程監察小組), responsible for assist and follow up internal audit work, and continue to enhance risk management and process according to recommendations given by Independent Internal Control Adviser.

The Company is of the view that with the establishment of the internal control compliance review committee and risk management and process monitoring team, there is sufficient internal control procedure in place to comply with GEM Listing Rules.

CONTINUAL SUSPENSION OF TRADING OF SHARES

Trading in the shares of the Company has been suspended since 9:00 a.m. on 3 April 2018 and will continue to be suspended until further notice. The Company will keep the public informed of the latest developments by making further announcement(s) as and when appropriate.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares or other securities of the Company.

By order of the Board
Zhejiang Prospect Company Limited*
Tang Jing Jing
Chairperson

Zhejiang Province, the People's Republic of China
31 July 2019

As at the date of this announcement, the Board comprises Ms. Tang Jing Jing, Mr. Fei Guo Rong and Mr. Hong Chun Qiang as executive Directors; Mr. Tang Cheng Fang, Mr. Tang Jing Qi and Mr. Zhao Tao as non-executive Directors; and Mr. Wang He Rong, Mr. Lu Guo Qing and Mr. Ma Hong Ming as independent non-executive Directors.

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 GEM website at <http://www.hkgem.com> on the "Latest Company Announcements" page for at least seven days from the date of its posting and the Company's website at <http://www.zhejiangprospect.com>.

* For identification purposes only