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## **Zhuoxin International Holdings Limited**

**卓信國際控股有限公司**

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

**(Stock Code: 8266)**

### **INSIDE INFORMATION SUPPLEMENTAL ANNOUNCEMENT RELATED TO WINDING UP PETITION**

This announcement is made by Zhuoxin International Holdings Limited (the “**Company**”) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and pursuant to Rule 13.09(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

Reference is made to the announcement of the Company dated 11 May 2020 (the “**Announcement**”). Unless otherwise defined, capitalised terms used but not otherwise defined herein shall have the meaning ascribed to them in the Announcement.

#### **Details of the Petition:**

On 8 May 2020, the Company received a petition (the “**Petition**”) filed by a holder of the bonds issued by the Company (the “**Petitioner**”) against the Company in the High Court of the Hong Kong Special Administrative Region (the “**Court**”) for an order that the Company be wound up by the Court. The Petition was filed against the Company for failure to settle the outstanding principal of the bonds and the accrued interest in the amount of HK\$10,500,000. The Petition will be heard before the Court at 10:00 a.m. on 15 July 2020.

### **Effect of the Petition under the Applicable Laws and Regulations:**

Investors should be mindful of section 182 of the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong) (the “**CWUMPO**”). This provision provides that, in the event that a winding up order is made, all dispositions of the property of the Company, including the transfer of shares in the capital of the Company on or after the date of the presentation of the Petition (i.e. 7 May 2020) are void unless a validation order is obtained by the Court. All dispositions of the property and transfers of shares made on or after 7 May 2020 are presently not void because no winding up order has been made in respect of the Petition and in the event that the Petition is subsequently struck out, dismissed or permanently stayed, section 182 of CWUMPO will have no application.

Pursuant to the circular dated 28 December 2016 issued by Hong Kong Securities Clearing Company Limited (“**HKSCC**”) concerning the transfer of shares of listed issuers after a winding up petition has been presented, all participant(s) who conduct share transfers through HKSCC (the “**Participant(s)**”) should be aware that HKSCC may at any time, and without notice, exercise its powers under the General Rules of Central Clearing and Settlement System (the “**CCASS**”) to temporarily suspend any of its services in respect of shares of the Company. This may include the suspension of acceptance of deposits of share certificates of the Company into CCASS. The share certificates of the Company received by HKSCC but not yet re-registered in HKSCC Nominees Limited’s name will also be returned to the relevant Participant and HKSCC shall reserve the right to reverse any credit granted to such Participant by debiting the relevant from its CCASS account accordingly. These measures would generally cease to apply from the date when the winding up petition has been struck out, dismissed or permanently stayed, or the Company has obtained an appropriate validation order from the Court.

### **Company’s position in relation to the Petition:**

Concerning the status of the Petition, the Company intends to negotiate with the Petitioner to resolve the debt under the Petition.

### **Actions have been/will be taken by the Company in respect of the Petition:**

The Company will engage a professional legal advisor to act for the Company in negotiating with the Petitioner to resolve the debt under the Petition. The Company will make an application for a validation order in respect of the dispositions of the property and/or the transfer of shares if so advised by its legal adviser.

Further announcement(s) will be made by the Company as and when appropriate.

**Shareholders of the Company and potential investors should accordingly exercise caution when dealing in the securities of the Company.**

By order of the Board  
**Zhuoxin International Holdings Limited**  
**Ma Chao**  
*Chairman*

Hong Kong, 19 May 2020

*As at the date of this announcement, the Board comprises two executive Directors, namely, Mr. Ma Chao (Chairman) and Mr. Fu Yong; and three independent non-executive Directors, namely, Mr. Fang Wei (Deputy Chairman), Mr. Feng Xiaohua and Mr. Sun Bo.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquires, 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 Stock Exchange's website at [www.hkexnews.hk](http://www.hkexnews.hk) on the "Latest Company Announcements" page for at least 7 days from the date of its publication and on the Company's website at [www.zhuoxinintl.com](http://www.zhuoxinintl.com).*