

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.



SOUTH CHINA ASSETS HOLDINGS LIMITED

南華資產控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 08155)

DECISION OF THE GEM LISTING REVIEW COMMITTEE AND SUSPENSION OF TRADING

This announcement is made by South China Assets Holdings Limited (the “**Company**”) pursuant to Rule 9.17 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 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 3 April 2020, 15 April 2020, 24 September 2020 and 29 September 2020 respectively (collectively, the “**Announcements**”). Unless otherwise specified, capitalized terms used in this announcement shall have the same meanings as those defined in the Announcements.

The Board wishes to inform the Shareholders and potential investors that the review hearing of the LC’s Decision by the GEM Listing Review Committee was taken place on 12 January 2021. On 27 January 2021, the Company received a letter (the “**Letter**”) from the GEM Listing Review Committee that they had decided to uphold the LC’s Decision to suspend trading in the Company’s shares under GEM Listing Rule 9.04 on the ground that the Company had failed to comply with GEM Rule 17.26.

According to the Letter, the GEM Listing Review Committee arrived at its decision for, amongst others, the following reasons:

1. the Company had suspended its financial services business and the income from its money lending business had been minimal for the past several years;
2. the Company failed to demonstrate that the face mask business is a long term business project which would not garner significant income and profits for the Company; and
3. the property development business and the project management service engagement business of the Company appeared to be small in scale.

In light of the above, the GEM Listing Review Committee considered that the Company had not demonstrated that it had a sufficient level of operations as required under GEM Listing Rule 17.26 as at the date of review hearing, and had therefore failed to comply with the GEM Listing Rule 17.26.

SUSPENSION OF TRADING

At the request of the Company, trading in the shares of the Company will be suspended with effect from 9:00 a.m. on 28 January 2021. Further announcement(s) will be made by the Company as and when appropriate and in accordance with the requirements of the GEM Listing Rules.

Shareholders who have queries about the implication of the delisting of the shares of the Company are advised to seek appropriate professional advice.

By Order of the Board
South China Assets Holdings Limited
南華資產控股有限公司
Cheung Choi Ngor
Executive Director

Hong Kong, 27 January 2021

As at the date of this announcement, the directors of the Company are (1) Mr. Ng Hung Sang, Ms. Cheung Choi Ngor, Mr. Richard Howard Gorges and Ms. Ng Yuk Mui Jessica as executive directors; (2) Mr. Ng Yuk Yeung Paul as non-executive director; and (3) Mr. Cheng Hong Kei, Ms. Pong Scarlett Oi Lan, BBS, J.P. and Mr. Yeung Chi Hang as independent non-executive directors.

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the GEM of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The directors of the Company, 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 at www.hkgem.com for at least seven days from the date of its publication and on the website of the Company at www.scassets.com.