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## **INSIDE INFORMATION – WINDING UP PETITION AGAINST THE COMPANY**

This announcement is made by Yin He Holdings Limited (the “**Company**”) pursuant to Rule 17.10 and 17.27(1)(b) of the Rules Governing the Listing of Securities on the GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”) and the Inside Information Provisions (as defined under the GEM Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

### **WINDING UP PETITION AGAINST THE COMPANY**

On 26 November 2021 a petition (the “**Petition**”) was filed by Ms. Wu Peina (the “**Petitioner**”) to the High Court of The Hong Kong Special Administrative Region (the “**High Court**”) for the winding up of the Company pursuant to section 327 of the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong) (the “**Companies (WUMP) Ordinance**”) on the ground that the Company is unable to pay its debts. The Petition will be heard before a master of the High Court on 9 February 2022.

It is mentioned in the Petition that the Company is indebted to the Petitioner in the sum of HK\$10,285,753.29 on 5 July 2021 plus interest pursuant to a subscription agreement of a 36-month bond made between the Company and the Petitioner on or about 7 February 2018.

The Petition was filed only as an application for the winding up of the Company and as at the date of this announcement no winding up order has been granted by the High Court to wind up the Company.

The Company is now seeking legal advice in relation to the Petition and has been actively negotiating with the Petitioner for settlement.

## **IMPACT OF THE WINDING UP PETITION**

According to section 182 of the Companies (WUMP) Ordinance, any disposition of the property of the Company, including things in action, and any transfer of shares, or alteration in the status of the members of the Company made after the presentation of the winding up petition shall be void unless the court otherwise orders.

The Company hereby remind shareholders of the Company and potential investors that pursuant to the circular dated 28 December 2016 issued by Hong Kong Securities Clearing Company Limited (“**HKSCC**”) in relation to the transfer of the shares of listed issuers after a winding up petition has been presented, and in view of the restrictions and the uncertainties that may arise in relation to the transfer of shares of the Company, for participant(s) who conduct share transfers through HKSCC (the “**Participant(s)**”), HKSCC may at any time, and without notice, exercise its powers under the General Rules of 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 the Central Clearing and Settlement System (“**CCASS**”). The share certificates of the Company received by HKSCC but not yet re-registered in HKSCC Nominee 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 securities from its CCASS account accordingly. These measures would generally cease to apply from the date when the Petition has been struck-out, dismissed or permanently stayed, or the Company has obtained the necessary validation order from the court.

The Company is seeking advice from its legal adviser regarding application to the High Court for a validation order. Nevertheless, the Company hereby also remind shareholders of the Company and potential investors that there is no guarantee that the validation order would be granted by the High Court in these circumstances.

## CONTINUED SUSPENSION OF TRADING IN THE SHARES

At the request of the Company, trading in the shares of the Company on the Stock Exchange has been suspended since 2 July 2021 and will continue to be suspended until further notice.

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

By Order of the Board  
**Yin He Holdings Limited**  
**Li Ang**  
Chairman

Hong Kong, 30 November 2021

*As at the date of this announcement, the executive Directors are Mr. Li Ang and Mr. Zheng Zhong Qiang, and the independent non-executive Directors are Mr. Lam Raymond Shiu Cheung and Mr. Wang En Ping.*

*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 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 GEM website on the “Latest Listed Company Information” page for at least seven days from the day of its posting and on the Company’s website at [www.yinhe.com.hk](http://www.yinhe.com.hk).*