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HONG WEI (ASIA) HOLDINGS COMPANY LIMITED

鴻偉(亞洲)控股有限公司

(Incorporated in Hong Kong with limited liability)

(Stock code: 8191)

(1) POSTPONEMENT OF THE ANNUAL GENERAL MEETING; (2) CHANGE OF BOOK CLOSURE PERIOD; AND (3) APPLICATION TO COURT

Reference is made to the circular (the “**Circular**”) of Hong Wei (Asia) Holdings Company Limited (the “**Company**”) and the notice (the “**Notice of AGM**”) of annual general meeting (the “**Annual General Meeting**” or “**AGM**”) dated 31 May 2022 and the accompanying proxy form of the Company (the “**Proxy Form**”) in relation to, among others, the forthcoming AGM originally scheduled to be held on 30 June 2022, and the audited annual results announcement (the “**Results Announcement**”) for the year ended 31 December 2021 (“**FY2021**”) published by the Company on 24 June 2022, which enclosed the annual report of the Company for FY2021 (the “**Annual Report**”).

Unless otherwise indicated, the terms used in this announcement shall have the same meaning as defined in the Circular and the Results Announcement.

POSTPONEMENT OF THE ANNUAL GENERAL MEETING

Pursuant to the Circular, the Annual General Meeting is originally scheduled to be held on 30 June 2022.

However, due to the outbreak of COVID-19 which hindered the audit process as disclosed by the announcements of the Company dated 23 March 2022 and 13 May 2022, the Company only managed to publish the Results Announcement and despatch the Annual Report on 24 June 2022.

Pursuant to sections 429 to 431 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) (the “**Ordinance**”), the Company must send a copy of the reporting documents for the financial year to every member at least 21 days before the date of the annual general meeting, and the Company’s directors must lay the financial statements before the Company at the said annual general meeting.

As a result thereof, in order to comply with sections 429 to 431 of the Ordinance, the Company has decided to postpone the Annual General Meeting to 5 August 2022 (the “**Postponed AGM**”) in order to allow time for the preparation of the Annual General Meeting (the “**Postponement of the Annual General Meeting**”).

CHANGE OF BOOK CLOSURE PERIOD

The register of members of the Company is originally scheduled to be closed from 27 June 2022 to 30 June 2022, both days inclusive, in order to determine the identity of the Shareholders who are entitled to attend the Annual General Meeting. Due to the Postponement of the Annual General Meeting, the register of members of the Company will now be closed from 2 August 2022 to 5 August 2022, both days inclusive, in order to determine the identity of the Shareholders who are entitled to attend the Annual General Meeting, during which period no transfer of shares of the Company will be registered. In order to be eligible to attend and vote at the Annual General Meeting, all properly completed transfer forms for shares accompanied by the relevant share certificates must be lodged with the Company’s share registrar and transfer office, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong not later than 4:30 p.m. on 1 August 2022.

The revised Notice of AGM, together with the revised Proxy Form, will be despatched to the Shareholders in due course. The proxy forms previously deposited with the share registrar and transfer office of the Company in Hong Kong, Tricor Investor Services Limited, will still be valid for the purpose of the Postponed AGM. The Shareholders wishing to deposit the revised Proxy Form (which supersedes any previous Proxy Form deposited with the share registrar and transfer office of the Company in Hong Kong) may do so in accordance with the instructions printed thereon.

Save for the date of the Postponed AGM and the above-mentioned changes, all other information set out in the Circular, the Notice of AGM and the Proxy Form shall remain unchanged.

APPLICATION TO COURT

Pursuant to sections 429 to 431 of the Ordinance and rule 18.03 of the GEM Listing Rules, the Company must send a copy of the reporting documents for the financial year to every member at least 21 days before the date of the annual general meeting, and the Company’s directors must lay the financial statements before the Company at the said annual general meeting (the “**AGM Financial Reporting Notice Requirement**”).

However, under section 610 of the Ordinance, the Company should hold a general meeting annually within six months after the end of the financial year, i.e. the Company should hold the Annual General Meeting for FY2021 on or before 30 June 2022 (the “**AGM Deadline Requirement**”).

Article 74 of the articles of association of the Company (the “**Articles**”) stipulates that an annual general meeting of the Company shall be called by not less than twenty-one days’ notice or twenty clear business days’ notice, whichever is the longer.

Having regard of the previous delay in the publication of the Results Announcement and the Annual Report, the Company is unable to fulfill both the AGM Financial Reporting Notice Requirement and the AGM Deadline Requirement under the Ordinance, considering the fact that the Annual Report is only despatched on 24 June 2022. Hence, upon taking legal advice from the legal advisor of the Company, an application would be made to the High Court of Hong Kong to extend the relevant time periods so as to avoid any non-compliance with the Ordinance arising from the Postponement of the Annual General Meeting.

The Company will provide further update to the Shareholders as and when appropriate.

By order of the Board
Hong Wei (Asia) Holdings Company Limited
Wong Cheung Lok
Chairman

Hong Kong, 28 June 2022

As at the date of this announcement, the Board comprises Mr. Wong Cheung Lok, Ms. Cheung Ngar Kwan, Mr. Liu Jiayong, Mr. Wong Kin Ching and Dr. Kaneko Hiroshi as executive Directors; Mr. Yanase Kenichi as non-executive Director; and Dr. Xu Jianmin, Ms. Qian Xiaoyu and Dr. Chow Ho Wan, Owen as independent non-executive Directors.

This announcement, for which the Directors 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, 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 “Latest Listed Company Information” page on the GEM website (www.hkgem.com) for at least seven days from the day of its publication. This announcement will also be published on the Company’s website at www.hongweiasia.com.