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正美丰业

ZMFY Automobile Glass Services Limited

正美豐業汽車玻璃服務有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8135)

MODIFICATION OF RESUMPTION GUIDANCE

This announcement is made by the board (the “**Board**”) of directors (the “**Directors**”) of ZMFY Automobile Glass Services Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 17.10 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 in the GEM Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Cap. 571, Laws of Hong Kong).

References are made to the announcements of the Company dated 11 March 2022, 29 March 2022, 13 May 2022, 13 June 2022, 4 July 2022 and 12 August 2022, in relation to, among other things, (1) the Alleged Guarantees (as defined in the Announcements) and suspension of director’s duties of Mr. Lu Yongmin; (2) delay in publication of annual results for the year ended 31 December 2021 and formation of an investigation committee; (3) delay in publication of first quarterly results for the three months ended 31 March 2022; (4) the resumption guidance (the “**Initial Resumption Guidance**”) and quarterly update on business operations and progress of resumption; (5) the change of shareholding of Guangxi Shangshi Kuaiche to Rungu Oriental (Beijing) International Investment Co. Ltd. in April 2022 (the “**Alleged Disposal**”); and (6) delay in publication of interim results for the six months ended 30 June 2022 (collectively, the “**Announcements**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meaning as those defined used in the Announcements.

MODIFIED RESUMPTION GUIDANCE

On 12 August 2022, the Company received a letter from the Stock Exchange in which the Stock Exchange notifies the Company to modify one of the Initial Resumption Guidance (the “**Modified Resumption Guidance**”) as follows:

- (i) conduct an appropriate independent forensic investigation into the Alleged Guarantees and the Alleged Disposal, announce the findings and take appropriate remedial actions.

As a result of the above and for completeness, having taking into account the Initial Resumption Guidance and the Modified Resumption Guidance, the latest resumption guidance (the “**Resumption Guidance**”) as at the date of this announcement is as follows:

- (i) conduct an appropriate independent forensic investigation into the Alleged Guarantees and the Alleged Disposal, announce the findings and take appropriate remedial actions;
- (ii) demonstrate that there in no reasonable regulatory concern about the management integrity, and/or integrity of any persons with substantial influence over the Company’s management and operations, which may pose a risk to investors and damage market confidence;
- (iii) publish all outstanding financial results required under the GEM Listing Rules and address any audit modifications;
- (iv) conduct an independent internal control review and demonstrate that the Company has put in place adequate internal controls and procedures to meet its obligations under the GEM Listing Rules;
- (v) demonstrate the Company’s compliance with Rule 17.26 of the GEM Listing Rules; and
- (vi) announce all material information for the Company’s shareholders and investors to appraise its position.

The Stock Exchange further indicates that it may modify the Resumption Guidance that have been given and/or give further guidance if the situation changes.

CONTINUED SUSPENSION OF TRADING

At the request of the Company, trading in shares of the Company on the GEM of the Stock Exchange has been halted with effect from 9:00 a.m. on 14 March 2022 and shall remain halted until further notice.

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

By order of the Board of
ZMFY Automobile Glass Services Limited
Xia Xiufeng
Executive Director

Hong Kong, 17 August 2022

As at the date of this announcement, the executive directors of the Company are Mr. Xia Xiufeng (Chairman and Chief Executive Officer), Mr. Lo Chun Yim and Mr. Lu Yongmin (suspended); the non-executive director of the Company is Mr. Liu Mingyong; and the independent non-executive directors of the Company are Mr. Jiang Bin, Mr. Luo Wenzhi and Mr. Wang Liang.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules of the Stock Exchange 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 “Latest Company Announcements” page of the GEM website at <http://www.hkgem.com> for at least 7 days from the date of its posting and on the Company’s website at <http://www.zmfy.com.hk>.