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**Seamless Green China (Holdings) Limited**  
**無縫綠色中國(集團)有限公司**

*(Incorporated in the Cayman Islands and re-domiciled and continued in Bermuda with limited liability)*  
**(Stock Code: 8150)**

**(1) RESUMPTION GUIDANCE;**  
**AND**  
**(2) CONTINUED SUSPENSION OF TRADING**

This announcement is made by Seamless Green China (Holdings) Limited (the “**Company**”) pursuant to Rule 17.10 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 (as defined in the GEM Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

References are made to the announcements of the Company dated 30 March 2023 and 28 April 2023 (collectively, the “**Announcements**”) in relation to, among other things, (a) the delay in publication of the 2022 Annual Results and despatch of the 2022 Annual Report; and (b) suspension of trading in the Shares. Capitalised terms used herein shall bear the same meanings as those defined in the Announcements unless otherwise stated.

**(1) RESUMPTION GUIDANCE**

On 20 June 2023, the Company received a letter (the “**Letter**”) from the Stock Exchange, in which, among other things, the Stock Exchange sets out the following resumption guidance (the “**Resumption Guidance**”) for the Company:

1. publish all outstanding financial results required under the GEM Listing Rules and address any audit modifications;

2. demonstrate the Company's compliance with Rule 17.26 of the GEM Listing Rules; and
3. inform the market of all material information for the Shareholders and investors to appraise the Company's position.

The Letter also states that the Company must meet all Resumption Guidance, remedy the issues causing its trading suspension and fully comply with the GEM Listing Rules to the Stock Exchange's satisfaction before trading in its securities is allowed to resume. For this purpose, the Company has the primary responsibility to devise its action plan for resumption. The Stock Exchange further indicates that it may modify or supplement the Resumption Guidance if the Company's situation changes.

Under Rule 9.14A(1) of the GEM Listing Rules, the Stock Exchange may cancel the listing of any securities that have been suspended from trading for a continuous period of 12 months. In the case of the Company, the 12-month period expires on 2 April 2024. If the Company fails to remedy the substantive issues causing its trading suspension, fulfil the Resumption Guidance and fully comply with the GEM Listing Rules to the Stock Exchange's satisfaction and resume trading in the Shares by 2 April 2024, the Listing Division of the Stock Exchange will recommend the Listing Committee of the Stock Exchange to proceed with the cancellation of the Company's listing. Under Rules 9.01 and 9.15 of the GEM Listing Rules, the Stock Exchange also has the right to impose a shorter specific remedial period where appropriate.

While trading is suspended, the Company is also reminded of its obligations under the GEM Listing Rules including, but not limited to, the following:

- (a) keep the duration of any trading suspension to the shortest possible period as required under Rule 9.09 of the GEM Listing Rules;
- (b) comply with its continuing obligations under the GEM Listing Rules at all times, for example, those applying to notifiable and/or connected transactions under Chapters 19 and 20 of the GEM Listing Rules and publication of periodic financial results and reports and, if they are not available, management accounts under Chapter 18 of the GEM Listing Rules;
- (c) announce inside information required to be disclosed under Part XIVA of the Securities and Futures Ordinance; and

- (d) announce quarterly updates on its developments under Rule 17.26A of the GEM Listing Rules including, among other relevant matters:
- (i) its business operations;
  - (ii) its resumption plan with details of actions that it has taken and intends to take to remedy the issues causing its trading suspension, fulfill the Resumption Guidance and fully comply with the GEM Listing Rules and resume trading. The resumption plan should be accompanied with a clear timeframe in respect of each stage of work under the plan with a view that the Resumption Guidance can be fulfilled and trading can resume as soon as practicable and, in any event before the 12-month period expires;
  - (iii) the progress of implementing its resumption plan; and
  - (iv) details of any material change to the resumption plan and, in the case of delay, the reasons and impact of such delay.

The Company will publish further announcement(s) as and when appropriate and in accordance with the requirements of the GEM Listing Rules to keep the Shareholders and potential investors of the Company informed of the latest progress in complying with the Resumption Guidance. The Company shall announce its first quarterly update on or before 2 July 2023 and further quarterly update thereafter every three (3) months until resumption or cancellation of listing (whichever is earlier).

## **(2) CONTINUED SUSPENSION OF TRADING**

Trading in the Shares has been suspended with effect from 9:00 a.m. on 3 April 2023 pending fulfilment of the Resumption Guidance and any supplement or modification thereto.

By order of the Board  
**Seamless Green China (Holdings) Limited**  
**Wong Kin Hong**  
*Chairman and Executive Director*

Hong Kong, 23 June 2023

As at the date of this announcement, the Board comprises:

***Executive Directors***

- (1) Mr. Wong Kin Hong (*Chairman*)
- (2) Mr. Huang Yonghua
- (3) Mr. Wong Tat Wa

***Independent Non-executive Directors***

- (4) Mr. Yan Guoni
- (5) Mr. Tang Rong Gang
- (6) Mr. Ou Wei An
- (7) Mr. Sun Mingyang

*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 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 Listed Company Information” page of the GEM website ([www.hkgem.com](http://www.hkgem.com)) for at least 7 days from the date of its publication. This report will also be published on the website of the Company (<http://www.victoryhousefp.com/lchp/8150.html>).*