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Guoen Holdings Limited
國恩控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8121)

**REVISED EXPECTED TIMETABLE
IN RELATION TO
(I) PROPOSED CAPITAL REORGANIZATION; AND
(II) PROPOSED RIGHTS ISSUE ON THE BASIS OF
TWO (2) RIGHTS SHARES FOR EVERY ONE (1)
CONSOLIDATED SHARE HELD ON THE RECORD DATE**

Reference is made to the circular (the “**Circular**”) of Guoen Holdings Limited (the “**Company**”) dated 2 April 2024 in relation to, among other things, the Capital Reorganisation and the Rights Issue. Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

As disclosed in the Circular, the Capital Reduction and the Sub-division are conditional upon, among others, an order being made by the Court confirming the Capital Reduction and compliance with any terms and conditions which the Court may impose in relation to the Capital Reduction.

The Board wishes to announce that pursuant to the directions given by the Court, the hearing of the petition for confirmation of the Capital Reduction will be held on Tuesday, 2 July 2024 (Cayman Islands time) at the Court. Set out below is the revised expected timetable for the (i) Capital Reduction and the Sub-division and (ii) Rights Issue (references below to dates and times are references to Hong Kong dates and times, except as otherwise specified):

The following events are conditional on the fulfilment of the conditions for the implementation of the Capital Reduction and the Sub-division, which are included in the Circular, and therefore the dates are tentative.

Event	Expected Date/Time
Court hearing of petition to confirm the Capital Reduction	10:00 a.m. on Tuesday, 2 July 2024 (Cayman Islands time)

Event	Expected Date/Time
Registration of court order confirming the Capital Reduction and the minute of the order of the Capital Reduction with the Registrar of Companies in the Cayman Islands.	On or before Monday, 8 July 2024 (Cayman Islands time)

Expected effective date of the Capital Reduction and the Sub-division Tuesday, 9 July 2024

Commencement of dealing in the New Ordinary Shares 9:00 a.m. on Tuesday, 9 July 2024

First day of free exchange of existing share certificates of the Consolidated Shares for new share certificates for the New Ordinary Shares Tuesday, 9 July 2024

Last day for free exchange of existing share certificates of the Consolidated Shares for new share certificates for the New Ordinary Shares Monday, 19 August 2024

The following events are conditional on the fulfilment of the conditions for the implementation of the Rights Issue, which are included in the Circular, and therefore the dates are tentative.

Event	Expected Date/Time
Last day of dealings in the New Ordinary Shares on a cum-rights basis of the Rights Issue.	Monday, 19 August 2024
First day of dealings in the New Ordinary Shares on an ex-rights basis of the Rights Issue	Tuesday, 20 August 2024
Latest time for lodging transfer documents of the New Ordinary Shares to qualify for the Rights Issue	4:30 p.m. on Wednesday, 21 August 2024
Closure of the register of members of the Company to determine the entitlements to the Rights Issue	Thursday, 22 August 2024 to Wednesday, 28 August 2024 (both days inclusive)

Event	Expected Date/Time
Record Date for determining entitlements to the Rights Issue	Wednesday, 28 August 2024
Re-opening of the register of members of the Company	Thursday, 29 August 2024
Expected publication date of the Prospectus Documents (including the Prospectus, the PAL(s) and the EAF(s), and in the case of the Non-Qualifying Shareholders, the Prospectus only)	Thursday, 29 August 2024
First day of dealings in nil-paid Rights Shares in the board lot size of 10,000 Rights Shares	Monday, 2 September 2024
Latest time for splitting of the PAL(s).	4:30 p.m. on Wednesday, 4 September 2024
Last day of dealings in nil-paid Rights Shares in the board lot size of 10,000 Rights Shares.	Monday, 9 September 2024
Latest time for acceptance of, and payment for, the Rights Shares and application for and payment for the excess Rights Shares	4:00 p.m. on Thursday, 12 September 2024
Latest time for termination of the Underwriting Agreement and for the Rights Issue to become unconditional.	4:00 p.m. on Friday, 13 September 2024
Announcement of results of the Rights Issue	Friday, 20 September 2024
Despatch of share certificates for fully-paid Rights Shares	Monday, 23 September 2024
Refund cheques in relation to unsuccessful applications for wholly or partially unsuccessful excess applications or if the Rights Issue is terminated or rescinded, if any, to be despatched	Monday, 23 September 2024
Expected commencement of dealings in fully-paid Rights Shares in the board lot size of 10,000 Rights Shares.	9:00 a.m. on Tuesday, 24 September 2024

The timetable above is indicative only and may be extended or varied. Further announcement(s) will be made by the Company with respect to any subsequent change to the expected timetable above as and when appropriate and in accordance with the GEM Listing Rules.

By Order of the Board
Guoen Holdings Limited
Yin Di

*Chief Executive Officer, Chairman of the Board and
Executive Director*

Hong Kong, 14 June 2024

As at the date of this announcement, the executive Directors are Mr. Yin Di, Mr. Yip Shek Lun, Mr. Ng Chi Fung, Mr. Liu Liping and Ms. Wan Wai Ting; and the independent non-executive Directors are Ms. Fu Hongzhi, Mr. Bian Wencheng and Mr. Hong Ming Sang.

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 Stock Exchange's website at www.hkexnews.hk on the "Latest Listed Company Information" page for at least 7 days from the date of its publication. This announcement will also be published on the Company's website at www.guruonline.com.hk.