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**GOLDEN SHIELD**  
Holdings . Industrial . Limited

## **GOLDEN SHIELD HOLDINGS (INDUSTRIAL) LIMITED**

**(In Compulsory Liquidation in Hong Kong)**

**金盾控股（實業）有限公司**

**（香港強制清盤中）**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 2123)**

### **RE-FILING OF NEW LISTING APPLICATION IN RELATION TO VERY SUBSTANTIAL ACQUISITION AND REVERSE TAKEOVER INVOLVING A NEW LISTING APPLICATION**

References are made to (a) the announcement issued by the Company dated 5 June 2017 (the “**Announcement**”) in relation to, among other things, the Acquisition, the Subscription and the reverse takeover involving a new listing application and whitewash waiver application; (b) the supplemental announcement issued by the Company dated 28 December 2018 (the “**Supplemental Announcement**”) in relation to, among other things, (i) the entering of the amendment and restatement agreements to amend and restate the Share Transfer Agreement, the Sale and Purchase Agreement and the Subscription Agreement; and (ii) other proposed arrangements; (c) the announcements issued by the Company dated 6 June 2017, 27 December 2017, 2 January 2019 and 15 November 2019 in relation to filing and re-filing of new listing application (collectively, the “**Announcements**”); and (d) the application proof (the “**Application Proof**”) of the new listing application (the “**Fifth New Listing Application**”) of the Company posted on the website of The Stock Exchange of Hong Kong Limited on 21 May 2020. Capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement, unless the context requires otherwise.

As disclosed in the Announcements, the Acquisition constitutes a very substantial acquisition for the Company under Rule 14.06(5) of the Listing Rules and a reverse takeover for the Company under the then Rule 14.06(6)(a) (now Rule 14.06B) of the Listing Rules. Accordingly, the Company will be treated as if it were a new listing applicant under Rule 14.54 of the Listing Rules. The Acquisition is therefore subject to the approval of the Listing Committee for the new listing application made by the Company. The Company filed the first new listing application to the Stock Exchange on 5 June 2017, the second new listing application to the Stock Exchange on 27 December 2017, the third new listing application to the Stock Exchange on 31 December 2018 and the fourth new listing application to the Stock Exchange on 15 November 2019 (the “**Fourth New Listing Application**”). As six months or more have elapsed since the Fourth New Listing Application, the Fourth New Listing Application has lapsed.

The Company is pleased to announce that the Company re-filed the Fifth New Listing Application to the Stock Exchange on 21 May 2020.

The Company would like to stress that:

1. the Application Proof is not the final listing document and may be updated or revised by the Company from time to time in accordance with the Takeovers Code; and
2. the Application Proof (in particular the disclosures relating to the Whitewash Waiver and the special deal) has not been reviewed and approved by the Executive.

Further announcement(s) detailing any new arrangements, the progress of the Fifth New Listing Application and the Resumption will be made by the Company as and when appropriate and in accordance with the relevant requirements of the Takeovers Code and the Listing Rules (as the case may be).

## **CONTINUED SUSPENSION OF TRADING IN THE SHARES**

Dealing in the shares of the Company on the Main Board of the Stock Exchange has been suspended since 1 April 2014 and will remain suspended until further notice.

## **WARNING**

**The proposed transactions contemplated under the Resumption Proposal are subject to a number of conditions precedent which may or may not be fulfilled and are subject to change upon the review of the Stock Exchange.**

**In addition, the Stock Exchange’s approval on the Fifth New Listing Application made by the Company may or may not be granted and the Whitewash Waiver may or may not be granted by the Executive or any delegate of the Executive Director, therefore the proposed transactions contemplated under the Resumption Proposal may or may not proceed.**

**Shareholders and potential investors should note that the resumption of trading in the shares of the Company on the Stock Exchange is subject to various conditions which may or may not be fulfilled. There is no guarantee that the resumption of trading in the shares of the Company on the Stock Exchange will take place. Shareholders and potential investors are reminded to exercise caution when dealing in the shares of the Company.**

For and on behalf of  
**Golden Shield Holdings (Industrial) Limited**  
**(In Compulsory Liquidation in Hong Kong)**  
**Osman Mohammed Arab**  
**Wong Kwok Keung**  
*Joint and Several Liquidators*  
*acting as agents for and on behalf of*  
*Golden Shield Holdings (Industrial) Limited*  
*without personal liabilities*

Hong Kong, 22 May 2020

*The Liquidators jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statements in this announcement misleading.*

*The English text of this announcement shall prevail over its Chinese text.*