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**CONVOY GLOBAL HOLDINGS LIMITED**

**康宏環球控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1019)**

## **SUPPLEMENTAL ANNOUNCEMENT IN RELATION TO PROFIT WARNING**

Reference is made to the announcement issued by Convoy Global Holdings Limited (the “**Company**”) dated 3 February 2021 (the “**Profit Warning Announcement**”), the announcements jointly issued by National Arts Entertainment and Culture Group Limited (“**National Arts**”) and the Company dated 29 July 2020, 28 August 2020, 28 September 2020, 28 October 2020, 27 November 2020, 24 December 2020 and 25 January 2021 (the “**Rule 3.7 Announcements**”) and the announcements issued by the Company dated 17 August 2020 and 24 August 2020 in relation to the possible conditional voluntary share exchange offer by National Arts to acquire shares in the Company. Capitalised terms used in this announcement shall have the same meanings as those defined in the Profit Warning Announcement.

As set out in the Profit Warning Announcement, the Group is expected to record net losses for its financial years ended 31 December 2017, 2018 and 2019 (the “**Profit Warning**”). The Board wishes to clarify that such Profit Warning constitutes a profit forecast under Rule 10 of The Codes on Takeovers and Mergers (the “**Takeovers Code**”) issued by the Securities and Futures Commission of Hong Kong (the “**SFC**”) and is required to be reported on by the Company’s financial adviser and auditors or accountants in accordance with Rule 10.4 of the Takeovers Code.

The Directors have been devoting intensive efforts during the past few weeks to finalise the Group’s financial results, which have been substantially delayed and were previously announced to be released on or before 31 January 2021. This deadline was missed but the Company has now convened a board meeting for 17 February 2021 to consider the results with a view to publishing the results on the close of business on 17 February 2021 or shortly thereafter. The Directors were aware of their obligation to issue a profit warning on a timely basis under Rule 13.09(2)(a) of the Listing Rules and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). Hence, as soon as it became clear to the Board that the Company’s financial performance might not be as expected by the market, the Board decided to publish the Profit Warning Announcement without delay. However, under extreme time pressure to finalise the results, the Company encountered practical difficulties in meeting the reporting requirements set out in Rule 10.4 of the Takeovers Code and inadvertently failed to submit a draft of the

Profit Warning Announcement to the SFC for review. The Directors apologise for this omission. Under Rule 10.4 of the Takeovers Code, if the Profit Warning is published first in an announcement, it must be repeated in full, together with the reports from the Company's financial advisers and auditors or accountants on the said profit forecast, in the next document to be sent to the Shareholders (the "**Shareholders' Document**"). However, if the 2017 to 2019 Annual Results have been published by the time of release of the next Shareholders' Document and the relevant results together with the notes to the financial statements are included in the next Shareholders' Document, the requirements to report on the Profit Warning under Rule 10.4 of the Takeovers Code will no longer apply.

**Shareholders and potential investors of the Company should note that the Profit Warning has not been reported on in accordance with the requirements under Rule 10 of the Takeovers Code and does not meet the standard required by Rule 10 of the Takeovers Code. Shareholders and potential investors of the Company should therefore exercise caution in placing reliance on the Profit Warning in assessing the merits and demerits of the Partial Share Exchange Offer (as defined in the Rule 3.7 Announcements). Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.**

#### **CONTINUED SUSPENSION OF TRADING**

At the request of the Company, trading in the Company's shares on the Stock Exchange was halted from 11:04 a.m. on 7 December 2017 (automatically converted to "being suspended" thereafter), and will remain suspended until further notice. The Company will keep the public informed of the latest developments by making further announcement(s) as and when appropriate.

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

By Order of the Board  
**CONVOY GLOBAL HOLDINGS LIMITED**  
**Johnny Chen**  
*Chairman and Non-executive Director*

Hong Kong, 5 February 2021

*As of the date of this announcement, the board of directors of the Company comprises six executive directors, namely Mr. Ng Wing Fai, Mr. Yap E Hock, Mr. Shin Kin Man, Mr. Lee Jin Yi, Ms. Wong Suet Fai and Mr. Chung Kwok Wai, Kelvin; two non-executive directors, namely Mr. Johnny Chen (Chairman) and Mr. Chen Shih-pin; and six independent non-executive directors, namely Mr. Pun Tit Shan, Mrs. Fu Kwong Wing Ting, Francine, Mr. Pak Wai Keung, Martin, Mr. Yan Tat Wah, Mr. Lam Kwok Cheong and Ms. Carrie Bernadette Ho.*

*The directors of the Company jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, 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.*