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中國全通(控股)有限公司
CHINA ALL ACCESS (HOLDINGS) LIMITED
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 633)

FURTHER DELAY IN PAYMENT DATE OF FINAL DIVIDEND

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Reference is made to (i) the 2017 annual results announcement of China All Access (Holdings) Limited (the “Company”, together with its subsidiaries, the “Group”) dated 29 March 2018; (ii) the poll results announcement of the Company dated 13 June 2018; and (iii) the announcements of the Company dated 26 October 2018, 27 February 2019, 11 April 2019, 28 May 2019, 29 November 2019, 9 December 2019, 29 May 2020, 10 June 2020, 27 November 2020 and 11 December 2020 (the “December Announcement”) in relation to, among others, payment of a final dividend for the year ended 31 December 2017 (the “Final Dividend”).

As disclosed in the announcement of the Company dated 27 November 2020, the Final Dividend will be paid on or before 26 February 2021 to the Shareholders whose names appear on the register of members of the Company on 24 October 2018.

The board (the “Board”) of directors (the “Directors”) of the Company wishes to announce that the payment of the Final Dividend will be further postponed to on or before 31 August 2021.

REASONS FOR FURTHER DELAY IN PAYMENT DATE OF FINAL DIVIDEND

As a result of the following events since the December Announcement, the Company has to further delay the payment of the Final Dividend in order to maintain sufficient level of cashflow for its daily operation:

- (1) as disclosed in the announcement of the Company dated 4 September 2020, the Company took the initiative to agree with the Proposed Subscriber not to proceed with the Possible Subscription. It limited the Company's potential increase in cashflow, although closing that Possible Subscription will let the Company focus on other fund raising activities which are more feasible under the situation of pandemic outbreak of COVID-19. However, as the economy has not yet returned to normal, there is not enough time for us to start any new fund raising project.
- (2) as disclosed in the announcement of the Company dated 18 January 2021, a winding-up petition was filed by another creditor with the Court of First Instance of the High Court of the Hong Kong for the winding-up of the Company under the provisions of the Companies (Winding Up and Miscellaneous Provision) Ordinance (Chapter 32 of the Laws of Hong Kong) on 15 December 2020 in relation to an alleged Unpaid Amount in the sum of HK\$10,000,000 (comprising of the principal sum of HK\$10,000,000, interest payable of HK\$500,000 and default interest at 9% on the sum of HK\$10,500,000 from 27 January 2020 until full and final payment of this Second Petition).
- (3) as disclosed in the announcement of the Company dated 22 February 2021, a winding-up petition was filed by a promissory note holder with the Court of First Instance of the High Court of Hong Kong for the winding up of the Company under the provisions of the Companies (Winding Up and Miscellaneous Provision) Ordinance (Chapter 32 of the Laws of Hong Kong) on 19 February 2021. The Petition was scheduled to be heard before the High Court of Hong Kong on 26 May 2021. The Company is in the course of seeking legal advice on the above petition and is also actively dealing with such petition. According to the supplemental interim results announcement for the six months ended 30 June 2020 of the Company dated 30 September 2020, the Petitioner's promissory note was issued by the Company, with an outstanding principal amount of HK\$847,080,000 was due since December 2018 and remains unsettled.

In order to further improve the liquidity of the Company so as to finance the payment of the Final Dividend, the Company has been implementing the following measures, since the December Announcement, to improve the Group's liquidity position:

- (1) as disclosed in the voluntary announcement of the Company dated 31 August 2020, the Company partnered with a trade financing provider to develop the business of engineering procurement construction which can generate more profitable business and positive operating cashflow for our future development. Upon reopening of the Hong Kong Airport for foreigner to visit Hong Kong, we will be able to meet with the trade financing provider to work out all the execution details.
- (2) in the voluntary announcement of the Company dated 19 October 2020, the Company engaged Asia Development & Investment Bank Limited ("ADIB") in searching for customers for the assets pledged by the Purchaser of the VSD ("Assets"). We are in the process of contract negotiation with a customer referred by ADIB. Based on the market price of the Assets and the volume requested by the customer, it is expected that the receivables arising from the VSD will be substantially recovered upon execution of the contract with the customer, barring any unforeseeable circumstances. The negotiation will be completed after the group reconstruction of the purchaser, the reconstruction was reviewed and pending for approval by the purchaser's local government. But no agreement was reached.
- (3) reference is made to the supplemental announcement of the Company dated 17 November 2020 regarding the subscription of new shares under general mandate announced on 28 April 2020. Even though there was unexpected delay in the transaction closing, we are still positive that it will happen.
- (4) reference is made to the December Announcement, the negotiation with the potential investor in relation to the possible issuance of convertible bonds was terminated. The Company is actively seeking new investor for the possible issuance of convertible bonds. But no agreement was reached.

In order to generate more operating cashflow to meet with the target of paying the final dividend for the year ended 31 December 2017 on or before 31 August 2021, we will continue to focus on developing the business segments of information communications technology and new energy. The subscription of new shares under general mandate announced on 28 April 2020 is at the stage of pending for activation of the Subscriber's investment account at its bank to transmit the gross proceeds to us. Besides, we will also liquidate the Assets by taking all measures to shorten the execution process once the contract is signed. The customer has completed internal approval process of this transaction. It has progressed to the stage of finalizing the

contract as well as arranging sufficient fund to meet the settlement requirement of the contract. We believe all these actions will generate sufficient amount of cashflow to meet the target. The distribution of Final Dividend will be financed by the combination of the following sources on or before 31 August 2021:

- (1) the cash and cash equivalents held by the Company (the cash and cash equivalents of the Company as at 30 June 2020 was RMB 38.6 million as disclosed in the Company's 2020 interim report);
- (2) the net cash generated from operating activities (the net cash generated from operating activities for the six months ended 30 June 2020 was RMB11.7 million as disclosed in the Company's 2020 interim report);
- (3) The net proceeds of approximately HK\$62.3 million from the subscription of new shares under general mandate announced on 28 April 2020; and
- (4) The receivables arising from the VSD by liquidating the Assets (the first 10% consideration receivable from the VSD was RMB175,000,000 as disclosed in the Company's circular dated 14 November 2018).

Based on the information currently available, the Company does not expect there will be any further postponement of the payment of the Final Dividend. Notwithstanding the further postponement of the payment date, the Final Dividend will continue to be payable to those Shareholders whose names appeared on the Company's register of members on 24 October 2018.

By order of the Board
China All Access (Holdings) Limited
Shao Kwok Keung
Chief Executive Officer

Hong Kong, 22 February 2021

As at the date of this announcement, the executive Directors are Mr. Chan Yuen Ming and Mr. Shao Kwok Keung and the independent non-executive Directors are Mr. Wong Che Man Eddy, Mr. Lam Kin Hung Patrick and Mr. Tam Sui Kwan.