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SOUND GLOBAL LTD.

桑德國際有限公司*

(Incorporated in the Republic of Singapore with limited liability)

(Singapore Company Registration Number 200515422C)

(Hong Kong Stock Code: 00967)

**ANNOUNCEMENT PURSUANT TO RULE 13.09 OF THE LISTING RULES
WITHHOLDING OF DELISTING
AND
PETITION ON THE COMPANY**

This announcement is made by Sound Global Ltd. (the “**Company**”) pursuant to Rule 13.09(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Future Ordinance (Chapter 571 of the Laws of Hong Kong) (the “**SFO**”).

References are made to the Company’s announcements dated 13 April 2016, 29 April 2016, 31 August 2016, 2 June 2017, 19 June 2017, 28 June 2017, 24 July 2017, 8 August 2017, 13 September 2017, 26 September 2017, 16 October 2017, 6 November 2017, 17 November 2017, 27 December 2017, 26 January 2018, 1 February 2018, 28 February 2018, 1 March 2018, 2 March 2018, 9 April 2018, 7 May 2018, 6 June 2018, 4 July 2018, 1 August 2018, 3 August 2018, 3 September 2018, 4 October 2018, 5 November 2018, 30 November 2018, 31 December 2018, 31 January 2019, 28 February 2019, 1 April 2019, 2 May 2019, 5 June 2019, 3 July 2019, 1 August 2019, 29 August 2019, 3 September 2019, 12 September 2019, 4 October 2019, 1 November 2019, 2 December 2019, 2 January 2020, 3 February 2020, 26 February 2020, 2 March 2020, 1 April 2020, 17 April 2020, 29 April 2020, 5 May 2020, 3 June 2020, 3 July 2020, 3 August 2020, 26 August 2020, 3 September 2020, 5 October 2020, 4 November 2020, 2 December 2020, 4 December 2020, 5 January 2021, 29 January 2021 and 1 March 2021 (the “**Announcements**”). Unless otherwise specified, capitalised terms used in the Announcements shall have the same meanings when used herein.

WITHHOLDING OF DELISTING

As disclosed in the announcements of the Company dated 29 August 2019, 12 September 2019, 26 February 2020 and 26 August 2020, after consultation with the Securities and Futures Commission, the Stock Exchange had withheld exercising its rights to cancel the listing of the Company under Rule 6.01A(2)(b)(ii) of the Listing Rules until 31 January 2021.

According to the letter from the Stock Exchange dated 11 March 2021, we are informed that, after further consultation with the Securities and Futures Commission, the Stock Exchange will further withhold exercising its right to cancel the listing of the Company under Rule 6.01A(2)(b)(ii) of the Listing Rules for six months, until 31 July 2021.

For the avoidance of doubt, the above decision is without prejudice to the Stock Exchange exercising its right under Rule 6.01A of the Listing Rules immediately after the six month period expires. The Stock Exchange has also reserved all its rights under the Listing Rules.

PETITION ON THE COMPANY

On 14 June 2019, the Securities and Futures Commission (the “**Petitioner**”) filed a petition (the “**Petition**”) with the Court of First Instance of the High Court of Hong Kong Special Administrative Region (the “**Court**”) pursuant to section 214 of the SFO against, amongst others, the Company and Mr. Wen Yibo (“**Mr. Wen**”), the chairman of the Board and the executive Director. The Petitioner alleged that, *inter alia*, the business or affairs of the Company have been conducted by, among others, Mr. Wen, in a manner (i) involving defalcation, misfeasance or misconduct towards the Company, its subsidiaries and its members, (ii) resulting in its members not having been given all the information with respect to its business or affairs that they might reasonably expect; and/or (iii) which were unfairly prejudicial to its members or part of its members.

The Petitioner has applied for, *inter alia*, (i) disqualification orders against, among others, Mr. Wen under section 214(2)(d) or 214(2)(a) of the SFO; (ii) an order requiring Mr. Wen to purchase the shares of the Company from public shareholders at a price determined by the Court under Section 214(2)(e) of the SFO; and (iii) an order directing the Company to appoint independent external auditor to review and prepare a report on its internal control and financial reporting procedures and publish and implement the suggested measures as may be advised in the report by the said independent external auditor.

The Company will defend the Petition and make further announcement(s) in relation to the Petition as and when appropriate.

CONTINUED SUSPENSION OF TRADING

Trading in the shares of the Company on the Stock Exchange has been suspended with effect from 9 a.m. on 13 April 2016 and will remain suspended until further notice.

The Company will keep the Shareholders and potential investors informed of any material development in connection with the above matters by way of periodic announcements and/or further announcement(s) as and when appropriate.

By Order of the Board
Sound Global Ltd.
Wen Yibo
Chairman

Hong Kong, 19 March 2021

As at the date of this announcement, the executive Directors are Wen Yibo, Luo Liyang, Li Sai, Li Tingting and Li Feng; and the independent non-executive Directors are Ma Yuanju, Zhang Shuting and Luo Jianhua.

The Directors 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 statement in this announcement misleading.

* *For identification purpose only*