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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)**

## **QUARTERLY UPDATE ON PROGRESS OF RESUMPTION AND CONTINUED SUSPENSION OF TRADING**

This announcement is made by the company secretary (the “Company Secretary”) of China All Access (Holdings) Limited (the “Company” and, together with its subsidiaries, the “Group”) pursuant to Rule 13.09 of the Rules (the “Listing Rules”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

References are made to the announcements (the “Announcements”) of the Company dated 31 March 2021, 1 June 2021, 30 June 2021 and 26 July 2021.

References are also made to the announcement (“Second Petition”) published on 18 January 2021 in relation to the winding-up petition filed by a corporate bond holder and the announcement (“Petition”) published on 22 February 2021 in relation to the winding-up petition filed by a promissory note holder. References are also made to the announcement published on 21 May 2021, 25 June 2021, 30 June 2021 and 26 July 2021 in relation to the updated status of the Petition.

Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

### **UPDATE ON RESUMPTION PROGRESS**

As disclosed in the Announcements, the Stock Exchange provided a set of resumption guidance for the Company to: (a) publish all outstanding financial results required under the Listing Rules and address any audit modifications; (b) demonstrate the Company’s compliance with Rule 13.24; (c) have the winding-up order against the Company withdrawn or dismissed and the appointment of any liquidators (provisional or not) discharged; and (d) inform the market of all material information for the Company’s shareholders and investors to appraise the Company’s position.

The Stock Exchange required the Company to remedy the issues causing its trading suspension and fully comply with the Listing Rules to the Stock Exchange’s satisfaction before trading in its securities is allowed to resume and, for this purpose, the Company has the primary responsibility to devise its action plan for resumption. The Stock Exchange also

indicated that it may modify or supplement the Resumption Guidance if the Company's situation changes.

Under Rule 6.01A, the Exchange may cancel the listing of any securities that have been suspended from trading for a continuous period of 18 months. In the case of the Company, the 18-month period expires on 30 September 2022. If the Company fails to remedy the issues causing its trading suspension, fulfill the resumption guidance and fully comply with the Listing Rules to the Stock Exchange's satisfaction and resume trading in the Shares by 30 September 2022, the Listing Division will recommend the Listing Committee to proceed with the cancellation of the Company's listing. Under Rules 6.01 and 6.10 of the Listing Rules, the Stock Exchange also has the right to impose a shorter specific remedial period, where appropriate.

The Company is taking appropriate steps to resolve the issues causing its trading suspension and to fully comply with the Listing Rules to the Stock Exchange's satisfaction. The status of resumption since the suspension of trading in the shares of the Company are summarized as follows:

### **WINDING UP PETITION**

#### **UPDATE ON THE PETITION**

On 19 February 2021, the Petition was filed by the Petitioner with the High Court of Hong Kong for the winding up of the Company.

On 20 May 2021, the Petitioner issued a letter to the Company proposing an adjournment of four to six weeks of the said hearing in order to save costs pending negotiations between the parties.

On 21 July 2021, the Company formally received an order from the High Court of Hong Kong stating that the Petition was formally withdrawn on 30 June 2021.

The Company has been under active negotiation with the Petitioner in relation to the possible ways of settling the debt, including assignment of debt from the Petitioner to third party and repayment plan to be agreed with the Petitioner. The Company will continue to negotiate with the Petitioner until the settlement of debt is concluded.

#### **UPDATE ON THE SECOND PETITION**

On 15 December 2020, the Second Petition was filed by the Second Petitioner with the High Court of Hong Kong for the winding up of the Company.

On 21 June 2021, the Second Petition was heard before the High Court. The High Court has ordered that the Company be wound up.

On 27 July 2021, the Company and the Second Petitioner have signed an agreement, pursuant to which both parties agreed to a repayment schedule and the Second Petitioner does not object the Company to apply for the withdrawal of the winding-up order in relation to the Second Petition.

On 12 January 2022, the Company and the Second Petitioner have signed an agreement, pursuant to which both parties agreed to a new repayment schedule and the Second Petitioner does not object the Company to apply for the withdrawal of the winding-up order in relation

to the Second Petition.

## **PROOF OF DEBT IN RELATION TO THE WINDING-UP ORDER OF THE PETITION**

On 31 December 2021, the Company received the proof of debt, which was filed by eight creditors, including the Petitioner and the Second Petitioner, from the Official Receiver's Office in connection to the Winding-up Order of the Second Petition.

In addition to the actions taken by the Company in relation to the Petitioner and the Second Petitioner as mentioned above, the Company has carried out the following actions to deal with the winding-up order:

1. On 27 July 2021, the Company has signed an agreement with a separate creditor, pursuant to which both parties agreed to a repayment schedule and the creditor does not object the Company to apply for the withdrawal of the winding-up order in relation to the Second Petition. On 12 January 2022, the Company has signed an agreement with the separate creditor, pursuant to which both parties agreed to a new repayment schedule and the separate creditor does not object the Company to apply for the withdrawal of the winding-up order in relation to the Second Petition..
2. The Group and two separate creditors have signed two separate agreements, pursuant to which both counterparties agreed to a repayment schedule.
3. The Group has settled the debts in full to three separate creditors.

The Company will keep its shareholders and investors informed of any significant development in respect of the update of the repayment schedule of the Company with the Petitioner and will make further announcement(s) as and when appropriate in accordance with the Listing Rules.

## **OUTSTANDING FINANCIAL RESULTS**

Due to the following issues (the "Outstanding Issues") pertaining to the publication of the 2020 Annual Results (the "Outstanding Results Announcements") and reports, the Company requires additional time to handle the Outstanding Issues and finalise the Outstanding Results Announcements and reports.

- (a) As mentioned above in the "WINDING UP PETITION" section, we have to provide the repayment plans and duly executed agreement with the creditors to clear the going concern audit requirement of our auditor as soon as possible;
- (b) assessment and valuation of the consideration receivable in respect of the disposal of Hebei Noter as the pledged assets are stored in an overseas location where site inspection cannot be carried out due to lockdown measures in the midst of COVID-19; and we provided Safe Keeping Receipt issued by the third party warehouse in May 2021 for our auditor's review. We also obtained a price quotation issued by the manufacturer of the pledged assets to substantiate their market value. We provided only a portion of the pledged assets as collaterals, recognized at a realizable value, for us to enter into a project financing agreement with a fund provider.
- (c) valuation of the property, plant and equipment located in Malaysia where site inspection cannot be carried out due to lockdown measures in the midst of COVID-19. We have adopted

alternative audit method to complete the work.

### **BUSINESS UPDATE**

The Company is a holding company and the Group is principally involved in three business segments, namely the Information and Communication Technology, the New Energy and the Investment activities segments.

As at date of this announcement, the Petition and Second Petition have had no material impact to the business operation and financial position of the Company and its subsidiaries. Our future business development is in line with our expectation. But the alertness of all relevant stakeholders, including customers and suppliers, has been raised.

### **CONTINUED SUSPENSION OF TRADING**

Trading in the shares of the Company on the Stock Exchange has been suspended with effect from 9:00 a.m. on 1 April 2021 pending the publication of the announcement in relation to the 2020 Annual Results by the Company and will remain suspended until the Company fulfills the Resumption Guidance.

The Company will publish further announcement(s) to inform the shareholders of the Company of its progress in complying with the Resumption Guidance, any significant developments in respect of the publication of the 2020 Annual Results and the expected dates for the publication of the 2020 Annual Results as and when appropriate, as well as quarterly updates on its development pursuant to Rule 13.24A of the Listing Rules.

**China All Access (Holdings) Limited**  
**Shao Kwok Keung**  
*Company Secretary*

Hong Kong, 12 January 2022

Before the making of winding up order against the Company by the Court, 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.