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VESTATE GROUP HOLDINGS LIMITED

國投集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1386)

ADDITIONAL RESUMPTION GUIDANCE AND CONTINUED SUSPENSION OF TRADING

This announcement is made by Vestate Group Holdings Limited (the “**Company**”), collectively with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

References are made to the announcement of the Company dated 7 July 2021 (the “**Announcement**”). Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

BACKGROUND

On 11 September 2020, a bondholder of the Company filed a winding up petition (the “**Petition**”) against the Company for failure to settle the outstanding principal of the bond and accrued interest amounted to HK\$36,256,400 as at 6 August 2020. Up to the 14 February 2022, the Petition has not been withdrawn or dismissed, while the hearing of the Petition has been repeatedly adjourned. With references made to the announcement of the Company dated 31 January 2022, the hearing of the Petition has been further adjourned to 28 February 2022.

RESUMPTION GUIDANCE

As disclosed in the Announcement, the Stock Exchange has set out the Resumption Guidance for the Company as follows:

- (i) publish all outstanding financial results required under the Listing Rules and address any audit modifications;
- (ii) demonstrate compliance with Rule 13.24; and
- (iii) inform the market of all material information for the Company's shareholders and other investors to appraise the Company's position.

ADDITIONAL RESUMPTION GUIDANCE

On 14 February 2022, the Company was further notified by the Stock Exchange of the following:

- (1) have the winding up petition (or winding up order, if made) against the Company withdrawn or dismissed.

The Stock Exchange indicated that it may modify the resumption guidance and/or give further guidance as and when appropriate.

CONTINUED SUSPENSION OF TRADING

At the request of the Company, trading in the Shares on the Stock Exchange has been suspended with effect from 9:00 a.m. on 2 July 2021 and will remain suspended until further notice.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.

By order of the Board
Vestate Group Holdings Limited
ZHU Xiaojun
Chairman

Hong Kong, 16 February 2022

As at the date of this announcement, the Board comprises:

Executive Directors:

Mr. ZHU Xiaojun

Ms. CAI Jiaying

Mr. YIN Wansun

Independent non-executive Directors:

Mr. YU Lei

Mr. CHAI Guoqiang

Ms. YANG Yuxuan