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中国优通控股
China UT Holding

CHINA U-TON FUTURE SPACE INDUSTRIAL GROUP HOLDINGS LTD.
中國優通未來空間產業集團控股有限公司

(In Liquidation)

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 6168)

CLARIFICATION ON THE PROPOSED RESIGNATION OF DIRECTORS

Reference is made to the announcement of China U-Ton Future Space Industrial Group Holdings Ltd. (In Liquidation) (the “**Company**”) dated 24 May 2022 in relation to, among other things, the proposed resignation (the “**Proposed Resignation**”), with effect from 25 May 2022, of Mr. Ge Lingyue (“**Mr. Ge**”) as a non-executive Director and Ms. Wu Hanpu (“**Ms. Wu**”) as an independent non-executive Director (the “**Announcement**”). Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

Reference is also made to the announcement of the Company dated 4 April 2022 made under Rule 3.7 of the Hong Kong Codes on Takeovers and Mergers and Share Buy-backs (the “**Takeovers Code**”). Pursuant to Rule 7 of the Takeovers Code, once a bona fide offer has been communicated to the board of the offeree company or the board of the offeree company has reason to believe that a bona fide offer is imminent, except with the consent of the Executive, the directors of an offeree company should not resign until the first closing date of the offer, or the date when the offer becomes or is declared unconditional, or shareholders have voted on the waiver of a general offer obligation under Note 1 on dispensations from Rule 26, whichever is the later.

Further to the Announcement, the Board wishes to clarify that the Proposed Resignation will not be effective on 25 May 2022 and the effective date of the Proposed Resignation is conditional on the Company having obtained the consent to be given by the Executive of the SFC under Rule 7 of the Takeovers Code in respect of the Proposed Resignation, if approved. In this regard, the Company will make an application to the Executive for the consent under Rule 7 of the Takeovers Code in respect of the Proposed Resignation. The Company will make further announcement(s) as and when appropriate in accordance with the requirements of the Listing Rules and the Takeovers Code (as the case may be).

The Company apologises for the inadvertent oversight on the effective date of the Proposed Resignation and published the Announcement on 24 May 2022, which should be subject to the consent given by the Executive under Rule 7 of the Takeovers Code.

Following the appointment of Mr. Thomas Mok and Mr. Ma as independent non-executive Directors with effect from 25 May 2022, the Board consists of 11 Directors, four of whom are independent non-executive Directors, representing more than one-third of the Board. Accordingly, the Company is in compliance with the requirements of Rules 3.10(1) and 3.10A of the Listing Rules.

Save for the aforesaid, all other information in the Announcement remains unchanged.

CONTINUED SUSPENSION OF TRADING IN THE SHARES

Trading in the shares of the Company on the Stock Exchange has been suspended with effect from 3:00 p.m. on Wednesday, 5 May 2021 and will remain suspended pending fulfilment of the resumption guidance and any supplement or modification thereto. Further announcements will be made to provide further updates to the Shareholders and potential investors of the Company as and when appropriate.

Mr. Ho Man Kit
Joint and Several Liquidator of
CHINA U-TON FUTURE SPACE
INDUSTRIAL GROUP HOLDINGS LTD.
(In Liquidation)

Hong Kong, 25 May 2022

As at the date of this announcement, the executive directors of the Company are Mr. Jiang Changqing, Mr. Zhao Feng, Ms. Liu Jianzhou, Mr. Chen Qizheng, Mr. Liu Zhen and Mr. Mok Kwan Leong; the non-executive director is Mr. Ge Lingyue; the independent non-executive directors are Mr. Wang Haiyu, Ms. Wu Hanpu, Mr. Mok Hon Kwong Thomas and Mr. Ma Yu-heng.

The affairs, business and property of the Company in Hong Kong are being managed by Mr. Ho Man Kit and Ms. Kong Sze Man Simone, the joint and several liquidators, who act as the agent of the Company only and without personal liability.

The Directors and the Liquidators 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.

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