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中泛控股有限公司
CHINA OCEANWIDE HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)
(Stock Code: 715)

PROFIT WARNING

This announcement is made by China Oceanwide Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09(2)(a) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The board of directors (the “**Board**”) of the Company wishes to inform shareholders (the “**Shareholders**”) and potential investors of the Company that based on the Group’s unaudited consolidated management accounts for the five months ended 31 May 2022 (the “**Period**”), the Group has recorded a consolidated revenue of approximately HK\$28.0 million, which represents a decrease of approximately 38% as compared to that of approximately HK\$45.3 million for the same period last year. Net loss attributable to the Shareholders for the Period was approximately HK\$580.1 million, which has increased by approximately 26% as compared to that of approximately HK\$461.9 million for the corresponding period last year. The decrease in revenue was mainly due to the deconsolidation of financial results of China Oceanwide Property Holdings Limited (“**COPH**”) and its subsidiaries from the consolidated financial statements of the Group (“**Deconsolidation**”) in April 2022. The Shanghai properties indirectly held by COPH represent the main income generating assets in relation to the property investment business of the Group. During the year ended 31 December 2021, the property investment business contributed over 90% to the Group’s revenue. It is expected that no revenue will be generated from the property investment business of the Group starting from the date of Deconsolidation. The increase in net loss attributable to the Shareholders was mainly due to (i) the reason set out above; and (ii) the increase in penalty interest expenses during the Period.

As disclosed in the announcement of the Company dated 15 February 2022, despite the appointment of receivers over the shares of COPH on 14 February 2022, the Company keeps negotiating with the lender for an updated repayment plan and exploring to satisfy the claims amounting to US\$159,257,114.98 (such amount updated from time to time). The Company was in discussion with a bank for potential re-financing in March 2022 but no concrete plan could be worked out. The Company was being notified in April 2022 that the Shanghai properties would be sold and that a memorandum of understanding would be signed once buyers are confirmed in mid-June 2022. Save as disclosed above, no further information has been provided from the lender nor the receivers as at the date of this announcement. Accordingly, the Deconsolidation should be deemed to take place in April 2022.

According to the preliminary assessment made by the Board based on the information currently available, it is expected that the Group's consolidated revenue for the six months ending 30 June 2022 will decrease significantly as compared to that of approximately HK\$54.6 million in the corresponding period last year, mainly due to the Deconsolidation. The net loss attributable to the Shareholders for the six months ending 30 June 2022 will also increase as compared to that of approximately HK\$567.9 million in the corresponding period last year, due to (i) the reason set out above; and (ii) the increase in penalty interest expenses for the six months ending 30 June 2022.

The net loss attributable to the Shareholders for the Period and the expected loss attributable to the Shareholders for the six months ending 30 June 2022 have not yet taken into account the Group's overall financial impact on the Deconsolidation and the valuation to be performed by the valuer on the deconsolidated assets and liabilities as at the date of the Deconsolidation and as at 30 June 2022. The ultimate impact of the Deconsolidation has to be confirmed after the Shanghai properties are sold and the related loan is fully repaid.

The information contained in this announcement is based on a preliminary assessment made by the Board with reference to the information currently available and the Group's unaudited consolidated management accounts for the five months ended 31 May 2022 which have not been audited by the independent auditor of the Company or confirmed by the audit committee under the Board. The Shareholders and potential investors of the Company are advised to refer to the interim results announcement of the Company for the six months ending 30 June 2022 which is expected to be published by the end of August 2022.

The 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
China Oceanwide Holdings Limited
HAN Xiaosheng
Chairman

Hong Kong, 24 June 2022

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

Executive Directors:

Mr. HAN Xiaosheng (*Chairman*)
Mr. LIU Hongwei (*Deputy Chairman*)
Mr. LIU Bing
Mr. LIU Guosheng

Non-executive Director:

Mr. ZHAO Yingwei

Independent Non-executive Directors:

Mr. LIU Jipeng
Mr. YAN Fashan
Mr. LO Wa Kei Roy