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## **Sinic Holdings (Group) Company Limited**

**新力控股（集團）有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 2103)**

### **QUARTERLY UPDATE ON STATUS OF RESUMPTION; AND CONTINUED SUSPENSION OF TRADING**

This announcement is made by Sinic Holdings (Group) Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rules 13.09 and 13.24A 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 under Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the laws of Hong Kong).

References are made to the announcements of the Company dated 30 September 2021, 11 October 2021, 16 and 19 December 2021, 18 and 31 March 2022, 6 April 2022, 17 June 2022, 29 August 2022 and 2 September 2022 in relation to, among others, the financial status of the Group, the resumption guidance issued by the Stock Exchange and the relevant quarterly updates on status of resumption (the “**Announcements**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

#### **RESUMPTION GUIDANCE**

As disclosed in the announcements of the Company dated 16 December 2021, 6 April 2022 and 2 September 2022, the Company has been notified by the Stock Exchange of the following resumption guidance (the “**Resumption Guidance**”):

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

(iv) the Company shall have the winding-up petition(s)(or order(s), if made) against the Company withdrawn or dismissed and the appointment of any liquidators (provisional or not) discharged.

Pursuant to Rule 13.24A of the Listing Rules, the Board wishes to update the shareholders and potential investors of the Company that as at the date of this announcement, the latest developments of the Company and the progress of fulfilling the Resumption Guidance are as follows:

### **UPDATE ON BUSINESS OPERATIONS AND PUBLICATION OF 2021 AUDITED ANNUAL RESULTS AND 2022 UNAUDITED INTERIM RESULTS**

As disclosed in the Announcements, due to staff shortages in the financial reporting unit of the Group, the Group has not been able to function properly and effectively and the situation remains as at the date of this announcement.

As a result of the current situation of the Group, the unaudited consolidated management account and the audited annual results of the Group for the year ended 31 December 2021 (the "**2021 Annual Results**") and the preliminary results for the six months ended 30 June 2022 (the "**2022 Interim Results**") remain unavailable.

Accordingly, the Company was unable to publish the 2021 Annual Results and the 2022 Interim Results, together with the respective annual report and the interim report as required under the Listing Rules.

The Group will continue to recruit suitable replacements to fill the vacancies in the financial reporting unit of the Group and aims to publish the 2021 Annual Results and the 2022 Interim Results as required under the Listing Rules as soon as practicable.

### **UPDATE ON THE LIQUIDITY ISSUE AND OVERDUE PAYMENTS**

As disclosed in the Announcements, certain subsidiaries of the Company had certain Overdue Payments. As at the date of this announcement, the relevant lenders have not accelerated their facilities or taken any other enforcement action.

### **UPDATE ON THE CONSEQUENTIAL ACTION BY AN OFFSHORE CREDITOR**

As disclosed in the Announcements, the Company (and its advisers) have entered into a dialogue with the Creditor, the Receivers and the newly appointed directors of the Receivership Subsidiaries to seek to stabilize the situation in order to facilitate the implementation of a value preserving consensual solution to the current financial challenges faced by the Group.

As at the date of this announcement, such dialogue remains ongoing. The Company continues to strive to find and implement a solution to the current financial challenges faced by the Group which is agreeable to the Creditor, the Receivers and all other relevant stakeholders.

## **UPDATE ON THE WINDING-UP PETITION AND THE POSSIBLE IMPACT OF THE OVERDUE PAYMENTS ON OTHER FINANCING ARRANGEMENTS**

As disclosed in the Announcements, the Company received the Petition in respect of one of the Private Bonds on 23 August 2022. As at the date of this announcement, the Petition was scheduled to be heard before the High Court on 26 October 2022. The Company will make further announcement(s) to keep its shareholders and investors informed of any significant developments in relation to the Petition as appropriate or as required under the Listing Rules.

Save as disclosed above, the Group has not received any valid notice from any other creditors in respect of any enforcement action relating to or any action to accelerate the Other Offshore Financing Arrangements (including the Public Bonds).

## **UPDATE ON THE IMPLEMENTATION OF MEASURES TO EASE THE LIQUIDITY ISSUE**

As disclosed in the Announcements, the Company has engaged legal adviser and financial adviser to assess the Group's capital structure, evaluate the liquidity of the Group and explore all feasible remediation solutions, which include (but not limited to) reaching an optimal solution for all creditors and other stakeholders (including those creditors under the Secured Facility and the Other Offshore Financing Arrangements), accelerating the development of the Group's projects and disposing of the Group's projects. As at the date of this announcement, such assessment is still ongoing and various solutions are under consideration.

Offshore creditors of the Company may contact the Company's financial adviser and legal adviser for discussion:

Alvarez & Marsal Corporate Finance Limited

Address: 4/F, St. George's Building, 2 Ice House Street, Central, Hong Kong

Tel: +852 3102 2600

Email: [projectsinic@alvarezandmarsal.com](mailto:projectsinic@alvarezandmarsal.com)

Sidley Austin

Address: 39/F, Two International Finance Centre, Central, Hong Kong

Tel: +852 2509 7888

## **UPDATE ON RESUMPTION PLAN AND PROGRESS**

As disclosed in the Announcements, the Company has been in discussions with various parties to explore and consider various options available to the Company in formulating a viable resumption proposal to address the Resumption Guidance. Further announcements will be made by the Company in relation to the progress of the resumption plan as and when appropriate.

## **CONTINUED SUSPENSION OF TRADING**

At the request of the Company, trading of the Shares and the debt securities of the Company on the Stock Exchange has been suspended with effect from 3:38 p.m. on 20 September 2021. Trading of the Shares and the debt securities of the Company on the Stock Exchange will remain suspended until further notice.

**Shareholders and potential investors of the Company should note that it is uncertain whether the Group could successfully implement the measures to ease the liquidity issues and to comply with the Resumption Guidance as mentioned in the Announcements. Shareholders and potential investors of the Company are reminded to exercise caution when dealing in the securities of the Company.**

By order of the Board  
**Sinic Holdings (Group) Company Limited**  
**ZHANG Yuanlin**  
*Chairman*

Hong Kong, 19 September 2022

*As at the date of this announcement, the Board of the Company comprises Mr. ZHANG Yuanlin and Ms. TU Jing as executive Directors, and Mr. TAM Chi Choi, Mr. AU YEUNG Po Fung and Mr. LIU Xin as independent non-executive Directors.*