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## **SINO PROSPER (GROUP) HOLDINGS LIMITED**

**中盈（集團）控股有限公司**

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

**(Stock Code: 766)**

### **INSIDE INFORMATION UPDATE ON LITIGATION**

This announcement is made by the board of directors (the “**Board**”) of Sino Prosper (Group) Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09(2) of the 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) to inform shareholders of the Company (the “**Shareholders**”) and potential investors of the Company about an incident below.

Reference is made to (i) the announcement of the Company dated 15 May 2020 (the “**First Announcement**”) in relation to a claim made against an indirect wholly-owned subsidiary of the Company, namely Jilin Ruixin Microfinance Co., Ltd.\*（吉林市瑞信小額貸款有限公司）（“**Jilin Ruixin**”) in respect of a loan agreement dispute which Jilin Ruixin, as borrower, has failed to make repayments to an independent third party (the “**Plaintiff**”), as lender, pursuant to certain loan agreements entered into by the Plaintiff and Jilin Ruixin (the “**Litigation**”); (ii) the announcement of the Company dated 3 December 2020 in relation to the judgement issued by the Court in relation to the Litigation on 3 December 2020 (the “**Second Announcement**”); and (iii) the announcement of the Company dated 8 July 2021 in relation to the review judgement issued by the High Court (the “**Third Announcement**”, together with the First Announcement and the Second Announcement, the “**Announcements**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

## **SUPPLEMENTAL INFORMATION**

The Board would like to supply further information in relation to the claim made against Jilin Ruixin. Plaintiff allegedly granted loans (“**Loans**”) in instalments with an aggregate amount of RMB31,000,000 to Jilin Ruixin from June to July in 2013 for a term of 15 months at the interest rate of 1.5% per month. On 6 August 2018, a repayment agreement was entered into between Jilin Ruixin and Plaintiff to extend the repayment date of the Loans to 31 December 2018.

Pursuant to the Loans, Plaintiff and himself or through his nominees remitted funds to bank accounts of the then senior management of Jilin Ruixin (the “**Senior Management**”), or his nominee but the funds were never remitted to any bank accounts of Jilin Ruixin and Jilin Ruixin had never repaid any interest of Loans. All partial repayments of principal and interest were made by the Senior Management in his personal capacity. In fact, Jilin Ruixin was not aware of Loans and all relevant signed documents until these documents were delivered to Jilin Ruixin by the court. Jilin Ruixin had never authorized the Senior Management to take out such loans on behalf of Jilin Ruixin.

The reason for the Company’s defense is that the Senior Management did not notify the board of directors of Jilin Ruixin and obtained the approval and authorization from the board of directors of Jilin Ruixin for taking out Loans. The loans from Plaintiff never remitted to bank accounts of Jilin Ruixin. Jilin Ruixin was not aware of Loans.

On 24 January 2022, Jilin Ruixin received a judgement on the application of appeal to the High People Court in connection with the Review Judgement (the “**Appeal Judgement**”) issued by the High Court. The Appeal Judgement dismissed the Company’s application for appeal. The Company has consulted its PRC legal advisers upon receipt of the Appeal Judgment, and its PRC legal advisers have provided its legal opinion. The Company has reviewed the legal opinion, is considering further defense appeals to the relevant judicial authorities, and is discussing with its PRC legal adviser to devise a plan of legal actions against the Senior Management. The Company will publish announcement(s) to update the Shareholders of any major progress to the above matter, as and when appropriate.

## **CONTINUED SUSPENSION OF TRADING**

At the request of the Company, trading in the shares of the Company on the Stock Exchange has been suspended with effect from 9:00 a.m. on Friday, 2 July 2021 and will remain suspended until the Company fulfils the Resumption Guidance.

**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  
**Sino Prosper (Group) Holdings Limited**  
**Leung Ngai Man**  
*Chairman and Executive Director*

Hong Kong, 27 October 2022

*As at the date of this announcement, the executive Directors of the Company are Mr. Leung Ngai Man and Ms. Wong Li Fong, and the independent non-executive Directors of the Company are Mr. Miao Yanan, Mr. Cai Wei Lun and Mr. Zhang Qingkui.*