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## **GTI HOLDINGS LIMITED**

**共享集團有限公司**

*(a company incorporated in the Cayman Islands with limited liability)*

*(In Liquidation)*

**(Stock Code: 3344)**

### **DECISION OF THE LISTING REVIEW COMMITTEE AND JUDICIAL REVIEW**

This announcement is made by GTI Holdings Limited (In Liquidation) (the “**Company**”) pursuant to Rule 13.09 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 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 (i) the announcement of the Company dated 4 October 2021 relating to the suspension of trading of Shares on the Stock Exchange; (ii) the announcements of the Company dated 18 November 2021 and 30 November 2021 in relation to the Resumption Guidance received from the Stock Exchange; (iii) the announcement of the Company dated 2 May 2023 in relation to, among other matters, the Delisting Decision and the LRC Review; (iv) the announcements of the Company dated 7 January 2022, 12 April 2022, 22 July 2022, 28 March 2023, 29 June 2023 and 21 July 2023 in relation to the updates on resumption progress; and (v) the joint announcement of the Company and Mega Yield Enterprise Development Limited dated 23 May 2023 in relation to, among others, the Proposed Restructuring (collectively, the “**Announcements**”). Unless otherwise defined, capitalized terms used in this announcement shall have the same meaning as defined in the Announcements.

## **DECISION OF THE LISTING REVIEW COMMITTEE**

Reference is made to the announcement of the Company dated 2 May 2023 in relation to the Delisting Decision under Rule 6.01A(1) of the Listing Rules and the Company's request for the Delisting Decision to be referred to the Listing Review Committee of the Stock Exchange for review pursuant to Rule 2B.06(2) of the Listing Rules (the "**LRC Review**").

The Listing Review Committee conducted a hearing on 14 July 2023 in relation to the LRC Review. On 26 July 2023, the Listing Review Committee notified the Company that the Listing Review Committee decided to uphold the Delisting Decision. On 28 July 2023, the Stock Exchange further issued a letter advising the Company that the last day of listing of the Shares will be 10 August 2023 and the listing of the Shares will be cancelled with effect from 9:00 a.m. on 11 August 2023.

## **JUDICIAL REVIEW**

In light of the Delisting Decision, the Company is seeking legal advice on ground(s) for the Company to file an application to obtain leave from the High Court of Hong Kong (the "**High Court**") for judicial review against the Delisting Decision (the "**JR Proceedings**"). Subject to the legal advice, the Company will issue a letter to the Listing Review Committee and the Listing Division of the Stock Exchange requesting the Stock Exchange to withhold its enforcement of the Delisting Decision in any manner pending the determination of the JR Proceedings, to enable adequate time for a thorough consideration in relation to the potential JR Proceedings by the Company, the leave application contemplated above to be taken out and for the High Court to consider it. Further announcement(s) regarding any material development of the intended judicial review application and the last day of listing of the Shares will be made by the Company as and when appropriate.

## **CONTINUED SUSPENSION OF TRADING**

At the request of the Company, trading in the Shares on the Stock Exchange was suspended from 9:00 a.m. on 4 October 2021 and will remain suspended until further notice.

**Shareholders and potential investors of the Company should note that the intended application to judicial review does not mean the Company will not be delisted. The High Court may or may not grant leave for the judicial review and even if leave is granted, the judicial review may or may not succeed. Shareholders and potential investors of the Company who have any queries about the implications of the cancellation of listing of the Shares are advised to obtain appropriate professional advice.**

**Shareholders who have any queries about the implications of the delisting of the Shares are advised to seek appropriate professional advice. Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company.**

By order of the Board  
**GTI Holdings Limited (In Liquidation)**  
**Tan Teng Hong**  
*Executive Director*

Hong Kong, 4 August 2023

*According to the information available from the previous announcement made by the Company, immediately before the making of winding up order against the Company by the Court, the Board comprises (i) Mr. Ng Kwok Hung Perry, Mr. Hao Xiangbin and Mr. Tan Teng Hong as executive Directors; and (ii) Mr. Chan Shu Kin, Mr. Chung Lim Tung, Mr. Ng Ka Lun and Mr. Zhou Weijia (alias Zhou Yi) as independent non-executive Directors.*

*The affairs, business and property of the Company are being managed by the Joint and Several Liquidators who act as the agents of the Company only and are not subject to personal liability.*

*The Directors 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.*