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LET GROUP HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1383)

(1) RESUMPTION GUIDANCE; AND (2) CONTINUED SUSPENSION OF TRADING

This announcement is made by LET Group Holdings Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09(2)(a) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and 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 “**SFO**”).

Reference is made to the announcements of the Company dated 10, 15 and 17 January 2024, 14 and 22 February 2024 and 22 March 2024 in relation to, amongst others, (i) trading halt in the shares (the “**Shares**”) of the Company on the Stock Exchange with effect from 9:00 a.m. on 11 January 2024 pending the release of an inside information announcement of the Company; (ii) the resignation of all the independent non-executive directors of the Company with effect from 15 January 2024; (iii) the suspension of all dealings in the Shares on the Stock Exchange with effect from 9:00 a.m. on 14 February 2024; (iv) the termination of a very substantial disposal for the Company; (v) delay in the publication of the Company’s announcement on its preliminary results in respect of the financial year ended 31 December 2023 and despatch of the Company’s annual report for the financial year ended 31 December 2023; and (vi) the continued suspension of trading in the Shares on the Stock Exchange.

Unless otherwise stated, all references to Rules and Chapters in this announcement are references to the rules and chapters of the Listing Rules.

On 5 April 2024, the Company received a letter from the Stock Exchange (the “**Letter**”), in which the Stock Exchange sets out the following resumption guidance (the “**Resumption Guidance**”) for the Company:

- (a) demonstrate that there is no reasonable regulatory concern about the integrity or character of the Group’s management and/or the integrity or character of any persons with substantial influence over the Group’s management and operations, which may pose a risk to investors and damage market confidence;
- (b) publish all outstanding financial results and address any audit modifications;
- (c) demonstrate compliance with Rule 13.24;
- (d) re-comply with Rules 3.10, 3.10A, 3.21, 3.25, 3.27A and 13.92; and
- (e) inform the market of all material information for the Company’s shareholders and other investors to appraise the Company’s position.

It is stated in the Letter that the Company must (i) meet all Resumption Guidance, (ii) remedy the issues causing its trading suspension and (iii) fully comply with the Listing Rules to the satisfaction of the Stock Exchange before trading in the Company’s securities is allowed to resume. For this purpose, the Company has the primary responsibility to devise its action plan for resumption. Whilst the Company may seek the Stock Exchange’s guidance on its resumption plan, its resumption plan is not subject to the Stock Exchange’s prior approval before implementation. The Stock Exchange further indicated that it may modify or supplement the Resumption Guidance if the Company’s situation changes.

The Stock Exchange provided the following further guidance, amongst others, in the Letter:

- Under Rule 6.01A(1), the Stock Exchange may cancel the listing of any securities that have been suspended from trading for a continuous period of 18 months. In the case of the Company, the 18-month period shall expire on **10 July 2025**. If the Company fails to remedy the issues causing the trading suspension, fulfill the Resumption Guidance and fully comply with the Listing Rules to the Stock Exchange’s satisfaction and resume trading in the Shares by **10 July 2025**, the Listing Division will recommend the Listing Committee to proceed with the cancellation of the Company’s listing. In the meantime, the Stock Exchange reserves all its right under the Listing Rules. Such rights shall include, amongst others, (i) the right to impose a shorter specific remedial period or to cancel the listing of the Company immediately under Rules 6.01 and 6.10; and (ii) the right to bring disciplinary action against the Company and/or its directors at the material time and issue any sanctions against them under Chapter 2A, at any time the Stock Exchange considers appropriate.

- The Company must also comply with the Listing Rules and all applicable laws and regulations in Hong Kong and its place of incorporation before resumption.

The Company is taking steps to comply with the Resumption Guidance and will keep its shareholders and potential investors informed of any updates by making further announcement as and when appropriate and will announce quarterly updates on its development pursuant to Rule 13.24A.

CONTINUED SUSPENSION OF TRADING

Trading in the Shares on the Stock Exchange has been suspended on 14 February 2024 and will remain suspended until the Company has (i) met all Resumption Guidance, (ii) remedied the issues causing its trading suspension and (iii) fully complied with the Listing Rules to the satisfaction of the Stock Exchange.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Shares.

By order of the Board
LET Group Holdings Limited
Lo Kai Bong
Chairman

Hong Kong, 8 April 2024

As at the date of this announcement, the executive Director is Mr. Lo Kai Bong (Chairman).