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TA YANG GROUP HOLDINGS LIMITED
大洋集團控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1991)

INSIDE INFORMATION
(1) FURTHER DELAY IN PUBLICATION OF
2023 ANNUAL RESULTS ANNOUNCEMENT AND
DELAY IN DESPATCH OF 2023 ANNUAL REPORT;
(2) POSTPONEMENT OF BOARD MEETING; AND
(3) CONTINUED SUSPENSION OF TRADING

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

Reference is made to the announcement of the Company dated 30 April 2024 in relation to, among others, the further delay in the publication of the 2023 Annual Results, delay in despatch of the 2023 Annual Report and continued suspension of trading (the “**Announcement**”). Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

FURTHER DELAY IN PUBLICATION OF 2023 ANNUAL RESULTS ANNOUNCEMENT AND DELAY IN DESPATCH OF 2023 ANNUAL REPORT

As set out in the Announcement, the publication of the announcement for the 2023 Annual Results was delayed as the audit procedures have not been completed as certain information and documents from a newly acquired subsidiary, including the audit confirmations, valuation reports and other financial information (the “**Outstanding Information**”), remains outstanding. The Company understands that as of the date of this announcement, the Auditor has received most of the relevant Outstanding Information that it requires. However, it is expected that the completion of the audit procedures will be further delayed as the Auditor requires additional time to review and verify the relevant Outstanding Information that it has received.

The Company is working closely with the Auditor and is providing all necessary support to assist the Auditor to complete the audit procedures as soon as practicable.

The Board and the audit committee of the Board has maintained an open channel of communication with the Auditor since the commencement of the audit process and are not aware of any adverse comments or major audit issues raised by the Auditor during the audit process.

Pursuant to Rule 13.49(1) of the Listing Rules, the Company is required to publish the 2023 Annual Results no later than three months after the end of the financial year (i.e. on or before 31 March 2024). Delay in publishing the 2023 Annual Results constitutes non-compliance with Rule 13.49(1) of the Listing Rules.

Pursuant to Rule 13.49(3) of the Listing Rules, if the Company is unable to publish the 2023 Annual Results within the prescribed timeframe, it must announce its results prepared based on the financial results which have yet been agreed upon with the auditors (so far as such information is available). The Board, after due and careful consideration, is of the view that it would not be appropriate for the Company to publish the 2023 Unaudited Management Accounts at this stage as it may not accurately reflect the financial performance and/or position of the Group and the publication of the 2023 Unaudited Management Accounts could cause confusion and may be misleading to the Shareholders and potential investors of the Company.

Pursuant to Rule 13.46(2) of the Listing Rules, the Company is required to despatch the annual report for the year ended 31 December 2023 (the “**2023 Annual Report**”) to the Shareholders no later than four months after the end of the financial year (i.e. on or before 30 April 2024). Due to the further delay in the publication of the 2023 Annual Results, it is expected that there will be a delay in the despatch of the 2023 Annual Report.

Based on the latest development and recent discussion with the Auditor, the Company expects that the announcement of the 2023 Annual Results and 2023 Annual Report will be published and despatched before the end of June 2024.

POSTPONEMENT OF BOARD MEETING

In light of the delay in the publication of the 2023 Annual Results, the meeting of the Board for approving the 2023 Annual Results will also be further delayed. Further announcement(s) will be made by the Company in accordance with the Listing Rules and the requirement under the SFO as and when it is 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 2 April 2024, and will remain suspended pending the release of an announcement for the 2023 Annual Results. The Company will keep the public informed of the latest developments by making further announcement(s) as and when appropriate.

Shareholders and potential investors of the Company are advised to exercise due caution when dealing in the securities of the Company. When in doubt, Shareholders and potential investors of the Company are advised to seek advice from professional or financial advisers.

By order of the Board
Ta Yang Group Holdings Limited
Shi Qi
Chairlady

Hong Kong, 31 May 2024

As at the date of this announcement, the Board comprises three executive Directors, namely Ms. Shi Qi, Mr. Li Jiuhua and Mr. Gao Feng; three non-executive Directors, namely, Mr. Chan Tsun Hong Philip, Mr. Gu Shixiang and Mr. Han Lei; and four independent non-executive Directors, namely Mr. Chan Siu Tat, Mr. Hu Jiangbing, Ms. Wang Lina and Mr. Zheng Changxing.