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# La Chapelle

新疆拉夏貝爾服飾股份有限公司  
**Xinjiang La Chapelle Fashion Co., Ltd.**  
(IN REORGANISATION)

*(formerly known as “Shanghai La Chapelle Fashion Co., Ltd.  
(上海拉夏貝爾服飾股份有限公司)”*

*(a joint stock company incorporated in the People’s Republic of China with limited liability)  
(Stock code: 06116)*

**INDICATIVE ANNOUNCEMENT IN RELATION TO  
THE PROGRESS OF THE COMPANY’S ENTERING INTO  
THE BANKRUPTCY REORGANISATION PROCEDURE**

This announcement is made by Xinjiang La Chapelle Fashion Co., Ltd. (the “**Company**”) pursuant to Rule 13.09(2), Rule 13.10B and Rule 13.25 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Hong Kong Stock Exchange**”), and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the announcement and the overseas regulatory announcement of the Company dated 25 January 2021 in relation to additional new accumulated litigation involving the Company and its subsidiaries, the overseas regulatory announcement of the Company dated 28 April 2021, the announcements of the Company dated 14 October 2022, 3 February 2023, 6 February 2023, and 7 February 2023, the announcements of the administrator of the Company dated 8 February 2023, 24 May 2023, 5 June 2023, 20 June 2023, 30 August 2023, 13 September 2023, 15 September 2023, 12 March 2024, 22 May 2024 and 7 June 2024, the indicative announcements of the administrator of the Company dated 10 February 2023, 17 February 2023, 24 February 2023, 3 March 2023, 10 March 2023, 17 March 2023, 24 March 2023, 31 March 2023, 10 April 2023, 14 April 2023, 21 April 2023, 28 April 2023, 10 May 2023, 17 May 2023, 24 May 2023, 31 May 2023, 7 June 2023, 14 June 2023, 21 June 2023, 30 June 2023, 7 July 2023, 14 July 2023, 21 July 2023, 28 July 2023, 4 August 2023, 11 August 2023, 18 August 2023, 25 August 2023, 1 September 2023, 8 September 2023, 15 September 2023, 22 September 2023, 9 October 2023, 16 October 2023, 23 October 2023, 30 October 2023, 6 November 2023, 13 November 2023, 20 November 2023, 27 November 2023, 4 December 2023, 11 December 2023, 18 December 2023, 26 December 2023, 2 January 2024, 9 January 2024, 12 January 2024, 19 January 2024, 26 January 2024, 2 February 2024, 19 February 2024, 26 February 2024, 4 March 2024, 11 March 2024, 18 March 2024, 25 March 2024, 1 April 2024, 8 April 2024, 15 April 2024, 22 April 2024, 29 April 2024, 9 May 2024, 16 May 2024, 23 May 2024, 30 May 2024, 6 June 2024, 14 June 2024, 21 June 2024, 28 June 2024, 5 July 2024 and 12 July 2024, the announcements of the Company dated 17 July 2024, 24 July 2024, 30 August 2024, 3 September 2024 and 19 September 2024, and the

indicative announcements of the Company dated 19 July 2024, 26 July 2024, 2 August 2024, 9 August 2024, 16 August 2024, 23 August 2024, 30 August 2024, 6 September 2024 and 13 September 2024 (the “**Announcements**”). Terms used herein shall have the same meanings as defined in the Announcements unless defined otherwise.

## I. OVERVIEW

A creditor of the Company had presented a liquidation petition to the Shanghai No.3 Intermediate People’s Court\* (上海市第三中級人民法院) (the “**Court**”) for the reason that the Company was unable to repay its debts as they fell due. The Court decided to accept the case and designated King & Wood Mallesons (Beijing), Shanghai Branch\* (北京市金杜律師事務所上海分所) to act as the administrator of the Company and convened the first creditors’ meeting on 24 May 2023. The then administrator of the Company published the Announcement on Pre-Invitation for Intended Investors for the Bankruptcy Liquidation Case of the Company\* (《公司破產清算案意向投資人預招募公告》) on 20 June 2023. The Company submitted application for reorganisation to the Court on 29 August 2023. The Court ordered the reorganisation of the Company on 12 September 2023. The then administrator of the Company published the Announcement on Invitation for Reorganisation Investors for the Bankruptcy Reorganisation Case of the Company\* (《公司破產重整案重整投資人招募公告》) on 15 September 2023. After the reorganisation investor invitation and selection procedure, the official reorganisation investor for the bankruptcy reorganisation case has been selected. The then administrator of the Company has submitted an application to the Court for a three-month extension for submission of the draft reorganisation scheme. On 11 March 2024, the Court decided to extend the deadline for submission of the draft reorganisation scheme of the Company to 12 June 2024. On 22 May 2024, the Company received the second issue of the (2023) Hu 03 Po No. 64 Decision\* ((2023) 滬03破64號之二《決定書》) issued by the Court. As King & Wood Mallesons (Beijing), Shanghai Branch\* (北京市金杜律師事務所上海分所) had a stake in the case, in order to ensure the reorganisation procedures of the Company is carried out in an orderly manner, upon random lottery by the Shanghai Higher People’s Court, JunHe LLP, Shanghai Office\* (君合律師事務所上海分所) was re-determined as the administrator of the Company. The administrator of the Company submitted an application on 5 June 2024 to the Court for a two-month extension for submission of the draft reorganisation scheme. On 7 June 2024, the Court decided to extend the deadline for submission of the draft reorganisation scheme of the Company to 12 August 2024. On 17 July 2024, the Company received the third issue of the (2023) Hu 03 Po No. 64 Decision\* ((2023) 滬03破64號之三《決定書》) from the Court, in which the Court gave approval to the Company to perform the information disclosure obligations independently under the supervision of its administrator. On 24 July 2024, the Company and its administrator entered into the Reorganisation Investment Agreement\* (《重整投資協議》) with the reorganisation investors. On 8 August 2024, the administrator of the Company received the third issue of the (2023) Hu 03 Po No. 64 Reply Letter\* ((2023) 滬03破64號之三《覆函》) issued by the Court. On 5 August 2024, the administrator received the application of 40 creditors from the Court for the substantive consolidation in reorganisation (實質合併重整) of the Company with 32 related companies, and the Court will review their application and make a decision, which will have an impact on the draft reorganisation scheme of the Company. The Court agreed to the administrator’s application that the period for review of the substantive consolidation in reorganisation will not be included in the calculation of deadline stipulated in Article 79 of the Enterprise Bankruptcy Law of the People’s

Republic of China\* (《中華人民共和國企業破產法》). On 29 August 2024, the administrator of the Company published the notice of the second creditors' meeting of the Company to be held on 12 September 2024 via off-site method (in writing). Previously, 40 creditors applied to the Court for substantive consolidation in reorganisation of the Company with 32 related companies. The Court has decided that a hearing will be held on 14 September 2024 at 9:30 a.m. via both on site meeting and video conference. The second creditors' meeting of the Company originally scheduled on 12 September 2024 via off-site method (in writing) was rescheduled and held at 14:30 p.m. on 14 September 2024 via both on site meeting and video conference as scheduled. For details, please refer to the Announcements.

## **II. THE PROGRESS ON THE REORGANISATION OF THE COMPANY**

The second creditors' meeting of the Company was held at 14:30 p.m. on 14 September 2024 via both on site meeting and video conference. Voting of the three resolutions of the creditors' meeting in relation to the Plan on the Adoption of the Off-Site Method for the Convening and Voting of Creditors' Meeting, the Property Valuation Plan of Certain Property and the Plan to Continue with the Application for the Review of the Decision to Cancel the Listing of H Shares was conducted on this meeting. The deadline for voting is 16:00 p.m. on 21 September 2024. As at the date of this announcement, the compilation of the statistics of the voting has yet to be completed. The Company will continue to pay close attention to the progress of the matter and promptly perform its information disclosure obligations in accordance with the relevant regulations.

## **III. THE RISK OF ZEROING SHAREHOLDERS' INTEREST AND THE DEREGISTRATION OF THE COMPANY**

If, after the Court accepted the reorganisation application of the Company, the administrator or the Company fail to submit the draft reorganisation scheme, or the draft reorganisation scheme is not approved by the creditors' meeting, or the adjustment plan of shareholders' rights and interests is not approved by the shareholders' meeting and the draft reorganisation scheme is not approved by the Court, the approved draft reorganisation scheme is not approved by the Court, the reorganisation procedures of the Company will be terminated by the Court, and the Company will be declared bankrupt by the Court.

After the declaration of bankruptcy, the administrator will commence the liquidation of the Company in accordance with the law and shall, after receiving rulings from the Court to conclude the bankruptcy procedures, deregister the Company at the company registry authority. The interest of the shareholders of the Company may be zeroed out after the Company is deregistered.

#### **IV. THE RISK OF SUSPENSION OF TRANSFER AND DELISTING OF THE COMPANY'S DOMESTIC SHARES**

The Company's domestic shares are listed on the NET Companies and Delisted Companies Board\* (兩網公司和退市公司板塊) managed by the National Equities Exchange and Quotations Co., Ltd.\* (全國中小企業股份轉讓系統有限責任公司), and the transfer of the Company's domestic shares has been suspended since 6 February 2023. According to Article 33 of the Regulations Governing the Transfer of Shares of NET Companies and Delisted Companies\* (《兩網公司及退市公司股票轉讓辦法》), the transfer of the Company's domestic shares will continue to be suspended. The Company will apply for the resumption of transfer of the Company's domestic shares after the factors leading to the suspension of transfer are eliminated. The investors of the Company are advised to pay attention to the risk arising from the suspension of the transfer of the Company's domestic shares.

According to Article 40 of Implementation Measures on the Listing and Transfer of Delisted Companies onto the Delisting Board\* (《關於退市公司進入退市板塊掛牌轉讓的實施辦法》) and Article 39 of Regulations Governing the Transfer of Shares of NET Companies and Delisted Companies, after the Company is declared bankrupt by the Court, the Company shall terminate the transfer of the Company's domestic shares and withdraw from the Delisting Board, which means there is a risk that the Company's domestic shares may cease to be listed on the Delisting Board.

#### **V. RISK WARNING**

The Company will continue to pay close attention to the progress of the reorganisation and promptly perform its information disclosure obligations.

#### **VI. CONTINUED SUSPENSION OF TRADING**

At the request of the Company, following the designation of the administrator for the Company, trading in the shares of the Company on the Hong Kong Stock Exchange has been suspended with effect from 9:00 a.m. on 7 February 2023, and will remain suspended until further notice. Under Rule 6.01A(1) of the Listing Rules, the Hong Kong 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 has expired on 6 August 2024. The Company will publish further announcement(s) to inform the shareholders and potential investors of any material developments in connection with the suspension of trading as and when appropriate.

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

By Order of the Board  
**Xinjiang La Chapelle Fashion Co., Ltd.**  
**Mr. Zhao Jinwen**  
*Chairman*

Shanghai, the People's Republic of China  
24 September 2024

*As of the date of this announcement, the executive directors of the Company are Mr. Zhao Jinwen, Ms. Zhang Ying and Mr. Zhu Fengwei, the non-executive director of the Company is Ms. Wang Yan, the independent non-executive directors of the Company are Mr. Xing Jiangze, Ms. Chow Yue Hwa Jade and Ms. Yang Linyan.*

\* *For identification purpose only*