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新明中国控股

XINMING CHINA

Xinming China Holdings Limited

新明中國控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2699)

**(1) QUARTERLY UPDATE ON STATUS OF RESUMPTION;
(2) CONTINUED SUSPENSION OF TRADING**

This announcement is made by Xinming China Holdings Limited (the “**Company**”) pursuant to Rule 13.09(2)(a) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and the 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).

Reference is made to:

- (I) the announcements of the Company dated 31 March 2023, 28 April 2023, 25 May 2023, 23 June 2023, 31 July 2023, 4 September 2023, 29 September 2023, 31 October 2023, 13 December 2023 and 3 April 2024 in relation to, among others, the delay in publication of the annual results for the year ended 31 December 2022 and the interim results for the six months ended 30 June 2023;
- (II) the announcement dated 23 June 2023 in relation to Resumption Guidance as imposed by The Stock Exchange of Hong Kong Limited and continued suspension of trading; and
- (III) the quarterly update announcements dated 30 June 2023, 29 September 2023, 3 January 2024, 12 March 2024 and 3 July 2024

(altogether the “**Announcements**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

I. QUARTERLY UPDATE

Publication of the Outstanding Financial Results and the Outstanding Reports

On 20 September 2024, a meeting of the Board has been held to consider and approve, among other things, the publication of the Outstanding Financial Results, namely (i) the annual results of the Company and its subsidiaries for the financial year ended 31 December 2022; (ii) the interim results of the Company for the six months ended 30 June 2023; (iii) the annual results of the Company for the year ended 31 December 2023; and (iv) the interim results of the Company for the six months ended 30 June 2024.

Each of the Outstanding Financial Results has been published on the websites of the Company and the Stock Exchange on 22 September 2024 and 23 September 2024.

The Board expects that each of the Outstanding Reports, namely 2022 Annual Report, 2023 Interim Report, 2023 Annual Report and 2024 Interim Report will be published in or around mid October 2024.

Business operations of the Group and demonstrate compliance with Rule 13.24 of the Listing Rules

The Group has been principally engaging in (i) development and sale of properties and (ii) leasing out properties for rental income potential and/or for capital appreciation in the PRC. Notwithstanding the suspension of trading in the shares of the Company, the Company is carrying on its business operations as usual.

II. SUBMISSION OF RESUMPTION PROPOSAL

The Company has submitted a resumption proposal to the Stock Exchange to apply for the resumption of trading in the shares of the Company. As of the date of this announcement, the resumption proposal is under review by the Stock Exchange.

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.

III. LISTING RULES IMPLICATION

Pursuant to Rule 13.46(2)(a) of the Listing Rules, the Company is required to send the 2022 Annual Report and 2023 Annual Report to its Shareholders not later than four months after the date upon which the financial period ended.

Pursuant to Rule 13.46(2)(b) of the Listing Rules, the Company should lay the 2022 Audited Annual Results and the 2023 Audited Annual Results before its members at its annual general meeting within the period of 6 months after the end of the financial year or accounting reference period to which the annual financial statements relate.

Pursuant to 13.48(1) of the Listing Rules, the Company is required to send the 2023 Interim Report and 2024 Interim Report to its Shareholders not later than three months after the end of that period of six months.

The aforesaid delay in publication of the Outstanding Reports by the Company shall constitute a non-compliance with Rule 13.46(2)(a), Rule 13.46(2)(b) and Rule 13.48(1) of the Listing Rules.

IV. CONTINUED SUSPENSION OF TRADING

Trading in the shares of the Company on the Stock Exchange has been suspended from 9:00 a.m. on 3 April 2023 and will remain suspended until further notice.

By order of the Board
Xinming China Holdings Limited
Chen Chengshou
Chairman and Chief Executive Officer

Hong Kong, 2 October 2024

As at the date of this announcement, the executive Directors are Mr. Chen Chengshou, Mr. Feng Cizhao, Mr. Cao Zhiqiang and Mr. Zhou Fenli; the non-executive Directors are Ms. Gao Qiaoqin, Mr. Choi Clifford Wai Hong and Mr. Zhou Zhencun; and the independent non-executive Directors are Mr. Khor Khie Liem Alex, Mr. Chiu Kung Chak, Mr. Lau Wai Leung, Alfred, Ms. Huang Chunlian and Ms. Lee Yin Man.