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## **KEYNE LTD**

### **金奧國際股份有限公司\***

(Incorporated in the Cayman Islands with limited liability)

**(Stock Code : 00009)**

#### **SUPPLEMENTAL ANNOUNCEMENT TO THE**

##### **(1) QUARTERLY UPDATE;**

##### **(2) CLARIFICATION OF DATE OF RESIGNATION OF NON-EXECUTIVE DIRECTOR**

##### **(3) NON-COMPLIANCE WITH RULES 3.10(1), 3.21, 3.25, 3.27A AND 13.92 OF THE MAINBOARD LISTING RULES**

This announcement is made by the board (the “Board”) of directors (the “Directors”) of KEYNE LTD (the “Company”, together with its subsidiaries, the “Group”) pursuant to Rules 13.09 and 13.24A of the Rules Governing the Listing of Securities (the “Listing Rules”) on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) 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).

References are made to the announcements of the Company dated 18 March 2024, 26 March 2024, 21 June 2024 and 7 October 2024 regarding, among other things, (i) the delay in publication of the 2024 Interim Results and dispatch of interim report for the six months ended 30 June 2024, (ii) the delay in publication of the 2023 Annual Results and dispatch of annual report ended 31 December 2023, and (iii) the suspension of trading in the shares of the Company on the Stock Exchange from 9:00 a.m. on 2 April 2024 (collectively, the “Announcements”). Unless otherwise defined, capitalized terms used herein shall have the same meanings as those defined in the Announcements.

#### **UPDATES ON BUSINESS OPERATION**

The Company is an investment company and the Group is principally engaged in providing property, hotel business, rental business and new energy industry. Since the suspension of trading in the Company’s shares from 2 April 2024 and up to the date of this announcement, the Group has continued its normal business operations and there has been no major change on the business operations of the Group.

The Company will make announcement(s) to update its shareholders and investors regarding the major development of the business operations of the Group as and when appropriate.

## THE EXPECTED TIMELINE IN FULFILLING THE RESUMPTION GUIDANCE

Resumption Guidance	Expected timeline
(i) conduct an appropriate investigation into the direct relationship between the Company and the subsidiaries for Hunan Jiuhua International New City Development Construction Co., Ltd. *(湖南九華國際新城開發建設有限公司) (“Hunan Jiuhua International”).	<p>As at the date of this announcement, the independent investigation is ongoing. The expected timeframe to announce the findings of the investigation, to assess and announce the impact on the Company’s business operation and financial position (if any), is subject to the completion investigation by the CL Partner Limited (“Auditor”).</p> <p>The Board will continue to update the Shareholders of the Company and potential investors as and when appropriate.</p>
(ii) publish all outstanding financial results	<p>As at the date of this announcement, the Yr2023 annual audit is still ongoing, and therefore the publications of the 2023 Audited Annual Results, 2023 Annual Report, unaudited 2024 Interim Results and 2024 Interim Report are still pending.</p> <p>Accordingly, the expected publication timeframe of the above results is subject to the completion date of the annual audit by the CL Partner Limited (“Auditor”).</p>
(iii) inform the market of all material information for the Company’s shareholders and investors to appraise the Company’s position	<p>Since the suspension of trading in its shares, the Company has been keeping its Shareholders and potential investors informed of all material information to appraise the Company’s position by way of publication of announcements on the website of the Stock Exchange in accordance with the Listing Rules. The Company will continue to keep its Shareholders and potential investors abreast of the material developments by making further announcement(s) as and when appropriate and in accordance with the Listing Rules.</p>

## CLARIFICATION OF RESIGNATION OF NON-EXECUTIVE DIRECTOR

Based on the non-consistent of the announcement of resignation of Non-Executive Director issued on 8<sup>th</sup> Oct 2024 between English and Chinese version, the date of Mr. Neil Kai Gu resigned as independent non-executive director of the Company with effect from **1 October 2024 due to retirement**.

## **NON-COMPLIANCE WITH RULES 3.10(1), 3.21, 3.25, 3.27A AND 13.92 OF THE MAINBOARD LISTING RULES**

Following the resignation of Mr. Neil, the Board comprises five members, including three executive Directors and two independent non-executive Directors. The current number of independent non-executive Directors is less than three as required under Rule 3.10(1) of the Rules Governing the Listing of Securities on MainBoard of the Stock Exchange (the “**MB Listing Rules**”).

Mr. Neil was also a member of audit committee, member of nomination committee and the chairman of remuneration committee of the Company. Following Mr. Neil’s Resignation, the Board is unable to fulfil the requirement of having a minimum of three members on the audit committee of the Company under Rule 3.21, 3.25, 3.27A of the MB Listing Rules.

The Company considers that its failure of meeting the requirements of Rules 3.10(1), 3.21, 3.25, 3.27A of the MB Listing Rules is temporary in nature and the Company will use its best endeavors to identify a suitable candidate to be an additional independent non-executive Director within three months from the date of Mr. Neil’s Resignation pursuant to Rules 3.11, 3.23, 3.27 and 3.27A of the MB Listing Rules to meet the requirements under the MB Listing Rules.

The Company will ensure its compliance with the number and the composition of the independent non-executive directors and the board committees under the MB Listing Rules. The Company will make further announcement(s) as and when appropriate.

## **CONTINUED SUSPENSION OF TRADING**

As the request of the Company, trading in the shares of the Company on the Stock Exchange was suspended from 9:00am on 2 April 2024 and will remain suspended until further notice.  
**Shareholders and potential investors should exercise caution when dealing in shares of the Company.**

By order of the Board  
**Keyne Ltd**  
**Yu Chao**

Executive Director and Chief Executive Officer

Hong Kong, 14 October 2024

*As at the date of this announcement, the Board comprises five Directors. The executive Directors are Ms. Qian Ling Ling (Chairman), Mr. Yu Chao (Chief Executive Officer) and Mr. Xiang Junjie; and the independent non-executive Directors are Mr. Tsui Pui Hung, and Mr. Tang Ping Sum.*

If there is any discrepancy between the English version and the Chinese translation, the English version shall prevail.