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Xinming China Holdings Limited

新明中國控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 02699)

DELAY IN DESPATCH OF CIRCULAR IN RELATION TO _
(1) PROPOSED CAPITAL REORGANISATION; AND
(2) PROPOSED RIGHTS ISSUE ON THE BASIS OF FOUR (4) RIGHTS SHARE
FOR EVERY ONE (1) ADJUSTED SHARE HELD AT THE CLOSE OF BUSINESS
ON THE RECORD DATE ON A NON-UNDERWRITTEN BASIS

Reference is made to the announcement of the Xinming China Holdings Limited (the “**Company**” and, together with its subsidiaries, the “**Group**”) dated 6 December 2024 in relation to, among others, (i) the proposed Capital Reorganisation and (ii) the proposed Rights Issue on the basis of four (4) Rights Share for every one (1) Existing Share held at the close of business on the Record Date on a non-underwritten basis (the “**Announcement**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

DELAY IN DESPATCH OF THE CIRCULAR

As set out in the Announcement, the Circular containing, among other things, (i) the Capital Reorganisation and the Rights Issue; (ii) a letter of recommendation from the Independent Board Committee to the Independent Shareholders in respect of the Rights Issue; (iii) a letter of advice from the independent financial adviser to the Independent Board Committee and the Independent Shareholders; and (iv) a notice

convening the EGM, was expected to be despatched to the Shareholders on or before Monday, 23 December 2024.

As additional time is required for the Company to finalise the information to be contained in the Circular (including but not limited to (i) financial information of the Group; and (ii) the letter of advice from the Independent Financial Adviser), it is expected that the despatch of the Circular will be postponed from 23 December 2024 to a date on or before 3 ~~January~~⁴~~December~~⁵ 2024.

The timetable for the Rights ~~i~~⁴ssue as set out in the Announcement will be revised and an announcement containing the revised timetable will be published by the Company as soon as practicable.

By order of the Board
**Xinming China Holdings
Limited**
Cao Zhiqiang
Executive Director

Hong Kong, 2~~3~~⁴ December 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, Ms. Huang Chunlian and Ms. Lee Yin Man.