

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



復興亞洲絲路集團有限公司 RENAISSANCE ASIA SILK ROAD GROUP LIMITED

(incorporated in the Cayman Islands with limited liability)

(Stock code: 274)

SUPPLEMENTAL ANNOUNCEMENT – INSIDE INFORMATION

This announcement is made by Renaissance Asia Silk Road Group Limited (the “**Company**”), together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 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 under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the announcement made by the Company dated 13 January 2025 (the “**Announcement**”) in relation to, among others, the Letter purportedly from Mr. Cai Shuo, Mr. Cai Pu, Mr. Wu Qingchao (“**Mr. Wu**”) and Hunan Juji. Unless otherwise specified, capitalised terms used herein shall have the same meaning as defined in the Announcement.

The Company would like to provide further information to its shareholders and potential investors in respect of the Voting Rights Entrustment Agreements and its control over Hunan Westralian. As previously disclosed in the announcements of the Company dated 18 July 2023 and 8 February 2024, Westralian Resources has entered into Voting Rights Entrustment Agreements with each of Mr. Wu and Hunan Juji, respectively. Pursuant to the respective Voting Rights Entrustment Agreements, each of Mr. Wu and Hunan Juji, as the entrusting party, has irrevocably entrusted Westralian Resources, as the entrusted party, certain rights to which Mr. Wu and Hunan Juji, respectively as a then 19.6% and 23.6% shareholder of Hunan Westralian, is entitled under the articles of Hunan Westralian, including but not limited to the rights to participate in shareholders’ meetings and exercise of their respective voting rights, and the right to designate, nominate and appoint directors of Hunan Westralian (the “**Entrusted Rights**”). Westralian Resources may exercise the Entrusted Rights under the Voting Rights Entrustment Agreements at its sole discretion without obtaining prior consent from Mr. Wu or Hunan Juji (whichever applicable), and none of the parties has the right to unilaterally terminate the relevant Voting Rights Entrustment Agreements and the underlying entrustment arrangements.

As advised by the PRC legal advisors of the Company, the unilateral revocation of the Voting Rights Entrustment Agreement by each of Mr. Wu and Hunan Juji was in breach of the Voting Rights Entrustment Agreements (the “**Breach**”). The Company is currently seeking further legal advice and will take appropriate actions to protect the rights of the Group under the Voting Rights Entrustment Agreements in respect of the aforementioned Breach.

Since the unilateral revocations of the Voting Rights Entrustment Agreements constituted a breach to the respective agreements, Westralian Resources intends to exercise its rights to re-appoint directors to the board of Hunan Westralian to replace the two of its nominated directors who had resigned as soon as practicable.

The Company further confirms that it still has access to the books and records of Hunan Westralian and the operation of Hunan Westralian remains normal. As agreed with the Company’s auditors, considering that (a) the unilateral revocations of the Voting Rights Entrustment Agreements were in breach of the relevant agreements; (b) the Company remains exposed to and has the rights to the variable returns from its involvement in Hunan Westralian through the equity interests of Hunan Westralian it holds; and (c) Westralian Resources is entitled to exercise its power to nominate new directors to Hunan Westralian to represent its interest, the Company still controls and should consolidate the financial statements of Hunan Westralian under the Hong Kong Financial Reporting Standard 10 – Consolidated Financial Statements.

In order to ensure that the Company can maintain control over Hunan Westralian, as mentioned above, the Company intends to (a) re-appoint directors to the board of Hunan Westralian as soon as practicable; and (b) explore the possibility of taking legal actions to protect the rights of the Group under the Voting Rights Entrustment Agreements in respect of the Breach. The Company will also establish and/or ensure that effective communication channels are in place to facilitate information exchange between the Group and Hunan Westralian, regular meetings will be held with Hunan Westralian to report on its major decisions, financial and operation performance.

Shareholders and potential investors should exercise caution when dealing in the shares of the Company.

By order of the Board
Renaissance Asia Silk Road Group Limited
Wang Yajuan
Executive Director

Hong Kong, 3 March 2025

As at the date of this announcement, the board of directors of the Company comprises the following directors:

Executive director:
Ms. Wang Yajuan

Non-executive directors:
Mr. Xu Huiqiang
Dr. Feng Xiaogang

Independent non-executive directors:
Mr. Yang Jingang
Mr. Zhang Zhen
Mr. Wong Lim Yam