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中国三迪
CHINA SANDI

CHINA SANDI HOLDINGS LIMITED

中國三迪控股有限公司

(incorporated in Bermuda with limited liability)

(Stock Code: 910)

**(1) RESUMPTION GUIDANCE;
(2) QUARTERLY UPDATE; AND
(3) CONTINUED SUSPENSION OF TRADING**

This announcement is made by China Sandi Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 of the Rules (the “**Listing Rules**”) Governing the Listing of Securities 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 4 December 2024, 5 February 2025, 1 April 2025 and 27 June 2025 in relation to, among other things, (i) the resignation of auditor of the Company; (ii) the possible delay in publication of the 2024 Annual Results; (iii) suspension of trading in the shares of the Company; and (iv) the appointment of auditor of the Company (collectively, the “**Announcements**”). Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

RESUMPTION GUIDANCE

On 13 June 2025, the Company received a letter from the Stock Exchange (the “**Letter**”) setting out guidance for the resumption of trading in shares of the Company on the Stock Exchange (the “**Resumption Guidance**”). Pursuant to the Resumption Guidance, the Company shall:

- (a) publish all outstanding financial results required under the Listing Rules and address any audit modifications;
- (b) demonstrate the Company’s compliance with Rule 13.24;

- (c) re-comply with Rule 3.28; and;
- (d) inform the market of all material information for the Shareholders and investors of the Company to appraise the Company's position.

As stated in the Letter, the Company must meet all Resumption Guidance, remedy the issues causing its trading suspension and fully comply with the Listing Rules to the Stock Exchange's satisfaction before trading in its securities is allowed to resume. For this purpose, the Company has the primary responsibility to devise its action plan for resumption. Whilst the Company may seek the Stock Exchange's guidance on its resumption plan, its resumption plan is not subject to the Stock Exchange's prior approval before implementation. The Stock Exchange also indicated that it may modify or supplement the Resumption Guidance if the Company's situation changes.

Under Rule 6.01A(1) of the Listing Rules, the 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 expires on 30 September 2026. If the Company fails to remedy the issues causing its trading suspension, fulfill the Resumption Guidance and fully comply with the Listing Rules to the Stock Exchange's satisfaction and resume trading in its shares by 30 September 2026, the Listing Division of the Stock Exchange will recommend the Listing Committee to proceed with the cancellation of the Company's listing. Under Rules 6.01 and 6.10 of the Listing Rules, the Stock Exchange also has the right to impose a shorter specific remedial period or to cancel the listing of the Company immediately, where appropriate.

The Letter further stated that the Company must also comply with the Listing Rules and all applicable laws and regulations in Hong Kong and Bermuda before resumption.

The Company is taking the appropriate steps to meet the Resumption Guidance, remedy the issues causing its trading suspension, fully comply with the Listing Rules to the Stock Exchange's satisfaction and resume trading in its shares as soon as practicable to avoid delisting.

The Company is required to announce quarterly updates on its business operations, its resumption plan, the progress of implementing its resumption plan and details of any material changes to the resumption plan and, in the case of delay, the reasons and impact of such delay, pursuant to Rule 13.24A of the Listing Rules. The first quarterly update is to be announced on or before 30 June 2025 and further quarterly updates will be announced every three months from that date until the resumption or cancellation of listing (whichever is earlier).

QUARTERLY UPDATE

2024 Annual Results

Following the appointment of auditor on 27 June 2025, CCTH CPA Limited, the new auditor of the Company, will commence the audit of the Group's consolidated financial statements for FY2024 as soon as practicable. The Company is currently unable to determine the estimated time for the release of the 2024 Annual Results.

The Company will publish further announcement(s) to inform the Shareholders and potential investors of the Company on the progress of preparation and publication of the 2024 Annual Results as and when appropriate.

Business operations

The Group is principally engaged in property development, and holding of properties for investment and rental purposes in the Peoples Republic of China and continues to engage its existing business as at the date of this announcement.

Compliance with Rule 3.28 of the Listing Rules

The Company is in the course of identifying a suitable candidate to fill the vacancy of the company secretary of the Company, and expects to re-comply with Rule 3.28 of the Listing Rules as soon as practicable.

Resumption plan

The Company is committed to the Resumption Guidance and targets to apply to the Stock Exchange for resumption of trading in its shares after publication of the outstanding financial information and the re-compliance with Rule 3.28 of the Listing Rules.

CONTINUED SUSPENSION OF TRADING

At the request of the Company, trading in the shares of the Company on the Stock Exchange has been suspended at 9:00 am on 1 April 2025 and will remain suspended until further notice pending the fulfilment of the Resumption Guidance and the grant of approval of the Stock Exchange for the resumption of trading of the shares of the Company.

The Shareholders and potential investors should exercise caution when dealing in the shares or other securities of the Company.

By order of the Board
China Sandi Holdings Limited
Guo Jiadi
Chairman

Hong Kong, 27 June 2025

As at the date of this announcement, the Board comprises Mr. Guo Jiadi and Mr. Wang Chao, being the executive Directors; Ms. Amika Lan E Guo, being the non-executive Director; Mr. Liao Yiyi, Ms. Yu Huaxiu and Ms. Zhang Jianchan, being the independent non-executive Directors.