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ZHIDAO INTERNATIONAL (HOLDINGS) LIMITED

志道國際(控股)有限公司*

(Incorporated in Bermuda with limited liability)

(Stock code: 01220)

INSIDE INFORMATION

(1) DELAY IN PUBLICATION OF AUDITED ANNUAL RESULTS FOR THE YEAR ENDED 31 MARCH 2025;

AND

(2) SUSPENSION OF TRADING

This announcement is made by the board of directors (the “**Board**”) of Zhidao International (Holdings) Limited and its subsidiaries (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09(2) 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).

DELAY IN PUBLICATION OF THE 2025 ANNUAL RESULTS

Pursuant to Rule 13.49(1) of the Listing Rules, the Company is required to publish the preliminary announcement for the annual results of the Group for the year ended 31 March 2025 on a date no later than three months after the end of the financial year of the Company (i.e. on or before 30 June 2025).

However, the Board wishes to inform the shareholders of the Company (the “**Shareholders**”) that based on the information currently available to the Company, as the auditors of the Company are still collecting information necessary for performing their audit work. As such, the announcement on the 2025 Annual Results will not be published by 30 June 2025. The Company’s delay in announcing the 2025 Annual Results will constitute non-compliance with Rule 13.49(1) of the Listing Rules.

* *For identification purposes only*

Accordingly, additional time is required for the Company to prepare the 2025 Annual Results. Discussions with the Auditor are ongoing. The Board, audit committee of the Company (the “**Audit Committee**”) and the management of the Company are doing their utmost to assist and cooperate with the Auditor to ensure that the 2025 Annual Results will be available as soon as practicable.

Rule 13.49(3) of the Listing Rules provides that where an issuer is unable to issue its preliminary results in accordance with Rules 13.49(1) and (2) of the Listing Rules, it must announce its results based on the financial results which have yet to be agreed with the Auditor (so far as the information is available).

The Audit Committee requires more time to consider the unaudited management accounts of the Group for the year ended 31 March 2025, and therefore at this stage it would not be appropriate for the Company to publish such unaudited management accounts without allowing the Audit Committee sufficient time to consider the accounts.

The Company is working closely with the Auditors to provide all information and documents to complete the audit procedures as soon as possible. However, the expected date of publication of the Annual Results will need to be further discussed and determined with the Auditors and will be announced as and when appropriate.

BOARD MEETING

Reference is made to the announcement of the Company dated 6 June 2025 in relation to a meeting of the Board to be held on 30 June 2025 for the purpose of, inter alia, approving the annual results of the Group for the year ended 31 March 2025, and considering the recommendation for payment of a final dividend.

The Board has held the meeting on 30 June 2025 as scheduled and the Board has resolved not to recommend the declaration of final dividend for the year ended 31 March 2025 (2024: nil).

GENERAL

Save as disclosed above, there is no other inside information that has led to the delay in publishing the announcement on the 2025 Annual Results and the possible delay in the despatch of the 2025 Annual Report.

Further announcement(s) will be published in due course by the Company to inform the Shareholders and its potential investors of the expected dates of announcing the 2025 Annual Results and of the despatch of the 2025 Annual Report and/or any material development on the aforesaid matters.

The Board has assessed that the delay in announcing the 2025 Annual Results and in despatching the 2025 Annual Report would not have any material adverse effect to the Group’s business and operation, which are continuing normally.

SUSPENSION OF TRADING

Pursuant to Rule 13.50 of the Listing Rules, if the issuer fails to publish periodic financial information in accordance with the Listing Rules, the Stock Exchange will normally request suspension of trading in the issuer's securities and the suspension will normally continue until the issuer publishes an announcement containing the requisite financial information.

In the event that the Company is unable to publish the 2025 Annual Results to the Shareholders on or before 30 June 2025, trading in the shares of the Company on the Stock Exchange is expected to be suspended with effect from 9:00 a.m. on 2 July 2025, pending the publication of 2025 Annual Results Announcement.

Shareholders, investors and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company

By order of the Board
ZHIDAO INTERNATIONAL (HOLDINGS) LIMITED
Tung Yee Shing
Chairman

Hong Kong, 30 June 2025

As at the date of this announcement, the Board comprises 7 Directors. The executive Directors are Mr. Tung Yee Shing (Chairman), Mr. Zhong Can and Mr. Lam Chun Bun. The independent non-executive Directors are Mr. Li Kam Chung, Mr. Kwok Lap Fung, Beeson, Mr. Wong Wing Cheung and Ms. Ng Wing Laam.