

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.



Space Group Holdings Limited

恆宇集團控股有限公司

(In Liquidation)

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2448)

- (1) RESUMPTION GUIDANCE;**
(2) ADDITIONAL RESUMPTION GUIDANCE;
(3) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR;
(4) NON-COMPLIANCE WITH LISTING RULES REQUIREMENTS;
AND
(5) CONTINUED SUSPENSION OF TRADING

This announcement is made by Space Group Holdings Limited (In Liquidation) (the “**Company**”) 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 in 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 of the Company dated 15 July 2024 in relation to, among others, the making of winding up order against the Company on 15 July 2024 and the continued suspension of trading in the shares of the Company on the Stock Exchange.

RESUMPTION GUIDANCE

On 18 July 2024, the Company received a letter from the Stock Exchange setting out the following resumption guidance for the resumption of trading in the shares of the Company on the Stock Exchange (the “**Resumption Guidance**”):

- (i) have the winding up order made against the Company withdrawn or dismissed and any liquidators discharged;
- (ii) demonstrate the Company’s compliance with Rule 13.24 of the Listing Rules;
- (iii) re-comply with Rule 3.28 of the Listing Rules; and
- (iv) inform the market of all material information for the Company’s shareholders and other investors to appraise the Company’s position.

ADDITIONAL RESUMPTION GUIDANCE

On 12 November 2024, the Company received a letter from the Stock Exchange setting out the following additional resumption guidance for the resumption of trading in the shares of the Company (the “**Additional Resumption Guidance**”):

- (i) publish all outstanding financial results required under the Listing Rules and address any audit modifications.

The Company must meet all Resumption Guidance, Additional Resumption Guidance, remedy the substantive 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 may modify or supplement the Resumption Guidance or the Additional 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 **14 January 2026**. If the Company fails to remedy the issues causing its trading suspension, fulfill the Resumption Guidance and the Additional Resumption Guidance, and fully comply with the Listing Rules to the Stock Exchange's satisfaction and resume trading in its shares by **14 January 2026**, the Listing Division 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, where appropriate.

The Company must also comply with the Listing Rules and all applicable laws and regulations in Hong Kong and its place of incorporation before resumption.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Company announces that Mr. Li Guohui (“**Mr. Li**”) has tendered his resignation as an independent non-executive director, the chairman of the audit committee of the Company, and a member of the nomination committee of the Company with effect from 10 June 2025.

Mr. Li has confirmed that he has no disagreement with the board of directors of the Company and that there is no matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company or the Stock Exchange.

NON-COMPLIANCE OF LISTING RULES

Following the resignation of Mr. Li, the Company has failed to comply with:

- (i) the requirement set out in Rule 3.21 of the Listing Rules, which provides that the audit committee must comprise a minimum of three members, and the audit committee must be chaired by an independent non-executive director; and
- (ii) the requirement set out in Rule 3.27A of the Listing Rules, which provides that the nomination committee must comprise of a majority of independent non-executive directors.

CONTINUED SUSPENSION OF TRADING

Trading in the Company's shares on the Stock Exchange, which was suspended with effect from 11:17 a.m. on 15 July 2024 remains suspended and will continue to be so until further notice.

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

For and on behalf of
Space Group Holdings Limited
(In Liquidation)
So Kit Yee Anita
Leung Fredric Hin Hang
Joint and Several Liquidators
acting as agents of the Company only and
without personal liability

Hong Kong, 25 September 2025

According to the information available from the previous announcements made by the Company, as at the date of this announcement, the executive directors of the Company are Mr. Che Chan U, Ms. Lei Soi Kun and Mr. Lok Wai Tak; and the independent non-executive directors of the Company are Mr. Eulógio dos Remédios, José António, Mr. Lam Chi Wing and Mr. Choi King Leung.

The affairs, business and property of the Company are being managed by the Joint and Several Liquidators who act as agents of the Company only and without personal liability.