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百信集團
PASHUN GROUP

Pa Shun International Holdings Limited

百信國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 574)

QUARTERLY UPDATE ON RESUMPTION PROGRESS

This announcement is made by Pa Shun International Holdings Limited (“**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rules 13.09 and 13.24A of the Rules Governing the Listing of Securities (“**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”) and 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 (i) 28 March 2022 in relation to the delay in the publication of the audited annual results for the year ended 31 December 2021 of the Company (“**2021 Annual Results**”); (ii) 31 March 2022 in relation to the unaudited 2021 Annual Results; (iii) 21 April 2022 in relation to the further delay in the publication of the audited 2021 Annual Results and the annual report for the year ended 31 December 2021 of the Company (“**2021 Annual Report**”); (iv) 12 May 2022 in relation to the suspension of trading of the shares of the Company; (v) 12 May 2022 in relation to the further delay in the publication of the audited 2021 Annual Results; (vi) 24 June 2022 in relation to the further delay in the publication of the audited 2021 Annual Results and the 2021 Annual Report; (vii) 21 July 2022 in relation to the further delay in the publication of the audited 2021 Annual Results and the 2021 Annual Report; (viii) 27 October 2022, 29 November 2022 and 30 January 2023 in relation to the further delay in the publication of the audited 2021 Annual Results, the 2021 Annual Report and the unaudited interim results for the six months ended 30 June 2022 of the Company (“**2022 Interim Results**”) and the despatch of the interim report for the six months ended 30 June 2022 of the Company (“**2022 Interim Report**”); (ix) 14 March 2023, 21 April 2023, 28 April 2023, 5 May 2023 and 29 May 2023 in relation to the further delay in the publication of audited 2021 Annual Results and the 2021 Annual Report; further delay in publication of 2022 Interim Results and 2022 Interim Report; expected delay in publication of the audited annual results for the year ended 31 December 2022 of the Company (“**2022 Annual Results**”) and the annual report for the year ended 31

December 2022 of the Company (“**2022 Annual Report**”); (x) 31 May 2022, 8 June 2022 and 16 January 2023 in relation to a winding up petition (“**Petition**”) filed against the Company on 30 May 2022; (xi) 10 August 2022, 28 September 2022 and 16 January 2023 in relation to the adjournment of the hearings of the Petition; (xii) 6 March 2023, 24 April 2023, 15 May 2023, 28 June 2023 and 25 July 2023 in relation to the adjournment of the hearings of an amended petition filed against the Company (“**Amended Petition**”); (xiii) 9 March 2023 in relation to a winding-up petition filed against the Company on 6 March 2023 (“**Second Petition**”); (xiv) 10 May 2023 in relation to the adjournment of the hearings of the Second Petition; (xv) 28 June 2023 in relation to the dismissal of the Second Petition; (xvi) 17 August 2022 in relation to the resumption guidance issued by the Stock Exchange; (xvii) 22 August 2022 in relation to the quarterly update on the progress of resumption of trading in the shares of the Company and the delay in the publication of the 2022 Interim Results and the despatch of the 2022 Interim Report; (xviii) 11 November 2022, 13 February 2023 and 11 May 2023 in relation to the quarterly update on the progress of resumption of trading in the shares of the Company; (xix) 8 March 2019 and 19 March 2019 in relation to the acquisition of the entire issued shares of Bisan Parkwell Consultants Limited; (xx) 3 April 2019, 4 April 2019 and 12 April 2019 in relation to the acquisition of the entire issued shares of Parkwell Services Consultants Limited; and (xxi) 12 August 2022 and 12 May 2023 in relation to the key findings of the independent investigations (“**Announcements**”). Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

UPDATE ON BUSINESS OPERATION

The Group is principally engaged in pharmaceutical distribution and manufacture of pharmaceutical products in the PRC.

As at the date of this announcement, the business operations of the Group are continuing as usual in all material respects notwithstanding the suspension of trading in the shares of the Company.

THE RESTRUCTURING AND SCHEME OF ARRANGEMENT

The Company has been proactively engaging in communicating with creditors of the Company in order to secure their endorsement for developing and proposing a restructuring of the Company’s indebtedness.

A hearing before the High Court for seeking an order to convene a meeting (the “**Scheme Meeting**”) of creditors (the “**Scheme Creditors**”) under a scheme of arrangement (“**Scheme of Arrangement**”) proposed to be made between the Company and its Scheme Creditors under section 670 of the Company Ordinance (Cap. 622) has been scheduled at 9:30 a.m. on 6 September 2023 pursuant to an ex parte originating summons dated 20 July 2023. The details of the Scheme Meeting will be set out in the notice of the Scheme Meeting to be provided to the Scheme Creditors together with other relevant documentations relating to the Scheme of Arrangement.

RESUMPTION PLAN AND PROGRESS

After taking the resumption plan into consideration, the Company has taken appropriate steps to comply with the Resumption Guidance and the Listing Rules in order to ensure the resumption of trading in the shares of the Company.

As disclosed in the Company's announcement dated 25 July 2023, the Amended Petition was heard at the High Court before a Judge, the Amended Petition filed by the Petitioner was struck out and the supporting creditor, Zhu Shunyun ("**Substituting Petitioner**"), was granted to substitute the Petitioner. An re-re-amended petition ("**Re-Re-Amended Petition**") was filed by the Substituting Petitioner against the Company for the Company's failure to settle the principal sum and interest payment with total amount of HK\$2,573,424.66 in respect of the bond issued to the Substituting Petitioner by the Company. The hearing of the Re-Re-Amended Petition is adjourned to 18 September 2023. The Company is in negotiation with the Substituting Petitioner for an amicable settlement and the withdrawal of the said petition by the Substituting Petitioner.

As disclosed in the Company's announcement dated 28 June 2023, the Second Petition was dismissed by the Court of First Instance at the hearing on 28 June 2023.

As disclosed in the Company's announcement dated 29 May 2023, the report on the Internal Control Review ("**Internal Control Review Report**") and the report on the Investigation ("**Investigation Report**") were completed and key findings of the Investigation Report and Internal Control Review Report were disclosed in the Company's announcement dated 12 May 2023. The Company is now in the course of conducting certain supplemental internal control review and investigation. The Board and the Company's auditor considered that for efficiency and consistency, the Company should publish the audited 2021 Annual Results, the 2021 Annual Report, the 2022 Interim Results, the 2022 Interim Report, the audited 2022 Annual Results and the 2022 Annual Report at the same time. The audit of the 2021 Annual Results and 2022 Annual Results have been substantially completed.

Based on the information currently available to the Company and taking into account of the estimated time required to complete the audit of the 2022 Annual Results, it is currently expected that the audited 2021 Annual Results, the 2021 Annual Report, the 2022 Interim Results, the 2022 Interim Report, the audited 2022 Annual Results and the 2022 Annual Report will be published all together on or before 31 August 2023.

Further announcement(s) will be published in relation to the publication of the audited 2021 Annual Results, the 2021 Annual Report, the unaudited 2022 Interim Results, the 2022 Interim Report, the audited 2022 Annual Results and the 2022 Annual Report; and the dates of the meetings of the Board, as and when appropriate, to keep the shareholders and potential investors of the Company informed.

CONTINUED SUSPENSION OF TRADING

At the request of the Company, trading in the shares of the Company on the Stock Exchange has been suspended with effect from 1:18 p.m. on 12 May 2022 and will continue to be suspended until further notice.

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

On behalf of the Board
Pa Shun International Holdings Limited
Professor Xiao Kai
Chairman and Executive Director

Hong Kong, 11 August 2023

As at the date of this announcement, the executive Directors are Professor Xiao Kai, Mr. Yuan Hongbing, Mr. Feng Junzheng and Mr. Shen Shun; the non-executive Directors are Mr. Zhang Tong and Mr. Chen Yunwei; and the independent non-executive Directors are Mr. Cao Lei, Ms. Li Yan and Mr. Khor Khie Liem Alex.

All Directors jointly and severally accept full responsibility for the accuracy of information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.