

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.



北大资源
PKU RESOURCES

Peking University Resources (Holdings) Company Limited
北大资源(控股)有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 00618)

SUPPLEMENTAL ANNOUNCEMENT

Reference is made to the announcement (the “**Announcement**”) of the Peking University Resources (Holdings) Company Limited (the “**Company**”) dated 2 February 2021 pursuant to Rule 13.09 and Rule 13.25(1)(b) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong) (the “**SFO**”), and Rule 3.7 of The Code on Takeovers and Mergers (the “**Takeovers Code**”). Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

As set out in the Announcement, the sealed Order had not yet then been issued by the Court. The Company was informed that on 18 February 2021, the sealed Order was issued (the “**Order**”) reflecting the judgment (the “**Judgment**”) of the adjourned hearing of the Petition held on 1 February 2021. Based on the Order and the Judgment, the Company wishes to supplement and clarify that:

- (a) no liquidator of Founder Information has been appointed by the Court; and
- (b) the Official Receiver of Hong Kong shall by virtue of her office become the provisional liquidator of Founder Information pursuant to section 194(1)(a) of the Companies (Winding Up and Miscellaneous Provisions) Ordinance, Cap. 32 (“**CWUMPO**”) (the “**Provisional Liquidator**”).

According to section 199A of CWUMPO, the Provisional Liquidator shall have the powers, including but not limited to, taking possession of the property of Founder Information and selling any of the property of Founder Information (including the Target Shares) by way of public auction or private contract, with power to transfer the whole of it to any person or to sell the same in parcels. As a result, the appointment of the Provisional Liquidator may result in the sale of the Target Shares, which in turn may trigger a mandatory general offer under the Takeovers Code should any purchaser(s) and parties acting in concert with it/them acquire 30% or more of the voting rights of the Company.

The Company will continue to monitor the status of Founder Information and its subsidiaries so as to safeguard the steady operation of the Company and its subsidiaries to the greatest extent possible. As of the date of this announcement, the Company is under normal operation.

As set out in the Announcement, for the purpose of the Takeovers Code, the offer period of the Company commenced from 2 February 2021.

Further announcement(s) will be made if and when appropriate in accordance with the requirements under the Listing Rules, the SFO and the Takeovers Code.

Warnings: There is no assurance that the appointment of the Provisional Liquidator will result in a change of control and lead to a general offer under Rule 26.1 of Takeovers Code. Shareholders and potential investors of the Company should exercise caution when dealing in the securities of the Company, and if they are in any doubt about their position, they should consult their professional adviser(s).

By Order of the Board
Peking University Resources (Holdings) Company Limited
Cheung Shuen Lung
Chairman

Hong Kong, 22 February 2021

As at the date of this announcement, the board of directors of the Company comprises executive directors of Mr. Cheung Shuen Lung (Chairman), Mr. Zeng Gang (President), Ms. Sun Min, Mr. Ma Jian Bin, Ms. Liao Hang and Mr. Zheng Fu Shuang, and the independent non-executive directors of Mr. Chan Chung Kik, Lewis, Mr. Lau Ka Wing and Mr. Lai Nga Ming, Edmund.

The directors of the Company jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, 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 statements in this announcement misleading.