

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.



XINGDA

兴 达

XINGDA INTERNATIONAL HOLDINGS LIMITED

興達國際控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1899)

INSIDE INFORMATION

- (1) DELAY IN PUBLICATION OF THE 2020 ANNUAL RESULTS;**
- (2) POSTPONEMENT OF BOARD MEETING; AND**
- (3) SUSPENSION OF TRADING**

This announcement is made by Xingda International Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rules 13.09(2)(a) and 13.49(3)(i) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) 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) (the “**SFO**”).

DELAY IN PUBLICATION OF THE ANNOUNCEMENT IN RELATION TO THE 2020 ANNUAL RESULTS

Pursuant to Rule 13.49(1) of the Listing Rules, the Company is required to publish an announcement in relation to its preliminary results in respect of the financial year ended 31 December 2020 (the “**2020 Annual Results**”) not later than three months after the end of the financial year of the Company, i.e. on or before 31 March 2021. Under Rule 13.49(2) of the Listing Rules, the preliminary announcement in relation to the 2020 Annual Results shall be based on the Company’s financial statements for the year ended 31 December 2020 which shall have been agreed with the auditor.

The board of directors of the Company (the “**Board**”) wishes to announce that the publication of the announcement in relation to the 2020 Annual Results will be delayed as additional time is required to complete the audit process in respect of the 2020 Annual Results which has been undergoing in parallel with certain financial related preparation work in relation to the Proposed Spin-off (as defined in the announcement of the Company dated 20 November 2020). In particular, additional time is required to obtain further information in connection with, among others, the cut-off adjustments relating to overseas sales.

The Board acknowledges that any delay in publishing the announcement in relation to the 2020 Annual Results will constitute non-compliance with Rule 13.49(1) of the Listing Rules. The Company has been using, and will continue to use, its best endeavours to ensure that the announcement in relation to the 2020 Annual Results will be published 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 that have yet to be agreed with the auditor (so far as the information is available). The Board, after due and careful consideration, is of the view that it would not be appropriate for the Company to publish the unaudited management accounts of the Company for the 2020 Annual Results at this stage as it may not accurately reflect the financial performance and position of the Company.

The Company will make further announcement(s) to provide updates on the above matters as and when appropriate in accordance with the Listing Rules and the SFO.

The Board wishes to emphasize that the operation of the Group remains normal. In addition, to the best knowledge, information and belief of the directors of the Company after having made all reasonable enquiries, the Board is not aware of any other inside information about the Group as at the date of this announcement.

POSTPONEMENT OF THE BOARD MEETING

As disclosed in the announcement of the Company dated 16 March 2021, a meeting of the Board (the “**Board Meeting**”) for the purpose of, among others, considering and approving the announcement in relation to the 2020 Annual Results and its publication thereof was originally scheduled to be held on 30 March 2021. The Company currently expects to publish the 2020 Annual Results by no later than 15 April 2021. In light of the above delay, the Board Meeting will be postponed to a date no later than 15 April 2021 to consider and approve the announcement in relation to the 2020 Annual Results and its publication thereof. Further announcement(s) will be made as and when appropriate by the Company in compliance with the Listing Rules.

SUSPENSION OF TRADING

Pursuant to Rule 13.50 of the Listing Rules, The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) will normally require suspension of trading in an issuer’s securities if an issuer fails to publish periodic financial information in accordance with the Listing Rules, and the suspension will normally remain in force until the issuer publishes an announcement containing the requisite financial information. Accordingly, trading in the shares of the Company on the Stock Exchange is currently expected to be suspended with effect from 9:00 a.m. on 1 April 2021 until the publication of the announcement in relation to the 2020 Annual Results by the Company.

As at the date of this announcement, the proposal in relation to the Proposed Spin-off is still under consideration by the Stock Exchange, and no listing application has been submitted to any relevant regulatory authorities in the People’s Republic of China (the “PRC”). Shareholders and potential investors of the Company should be aware that the Proposed Spin-off is subject to, among others, the approvals from the relevant regulatory authorities in Hong Kong (including the Stock Exchange) and in the PRC and the Proposed Spin-off may or may not proceed.

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

By Order of the Board of
Xingda International Holdings Limited
Liu Jinlan
Chairman of the Board

Shanghai, the PRC, 30 March 2021

As at the date of this announcement, the executive directors of the Company are Mr. LIU Jinlan, Mr. LIU Xiang, Mr. TAO Jinxiang and Mr. ZHANG Yuxiao and the independent non-executive directors of the Company are Mr. KOO Fook Sun, Louis, Mr. William John SHARP and Ms. XU Chunhua.