

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.



GTI HOLDINGS LIMITED

共享集團有限公司

(a company incorporated in the Cayman Islands with limited liability)

(Stock Code: 3344)

INSIDE INFORMATION: WINDING UP PETITION AND RESUMPTION OF TRADING

This announcement is made by GTI Holdings Limited (the “**Company**”) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and pursuant to Rule 13.09(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

On 30 August 2019, the Company received a petition (the “**Petition**”) filed by a holder of the bonds issued by the Company (the “**Petitioner**”) against the Company in the High Court of the Hong Kong Special Administrative Region (the “**Court**”) for an order that the Company be wound up by the Court. The Petition was filed against the Company for failure to settle the outstanding principal of the bonds and the accrued interest in the amount of RMB8,601,297.74 as at 30 August 2019.

The Company is in the course of seeking legal advice on the matter, and intends to defend vigorously against the Petition, but may also attempt to liaise for a settlement. The Company will keep its shareholders and investors informed of any significant development of the Petition as and when appropriate.

EFFECTS OF WINDING UP PETITION

In the unlikely event that the Company is ultimately wound up as a result of the Petition, then pursuant to section 182 of the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong) (“**CWUMPO**”), any disposition of the property of the Company, including things in action, and any transfer of shares, or alteration in the status of the members of the Company after the commencement date of the winding up, namely the date of the presentation of the Petition (30 August

2019), will be void as a matter of Hong Kong law unless a validation order is obtained from the Court. Any disposition made on or after 30 August 2019 will not be affected if the Petition is subsequently struck out, dismissed or permanently stayed, and hence the Board wishes to remind its shareholders and potential investors that, the transfer of the shares in the Company made on or after 30 August 2019 would be void without a validation order from the Court in the event that the Company is ultimately wound up.

Pursuant to the circular dated 28 December 2016 issued by Hong Kong Securities Clearing Company Limited (“**HKSCC**”) in relation to the transfer of the shares of listed issuers after a winding up petition has been presented, and in view of the restrictions and the uncertainties that may arise in relation to the transfer of shares of the Company, for participant(s) who conduct share transfers through HKSCC (the “**Participant(s)**”), HKSCC may at any time, and without notice, exercise its powers under the General Rules of Central Clearing and Settlement System (“**CCASS**”) to temporarily suspend any of its services in respect of shares of the Company. This may include the suspension of acceptance of deposits of share certificates of the Company into CCASS. The share certificates of the Company received by HKSCC but not yet re-registered in HKSCC Nominee Limited’s name will also be returned to the relevant Participant and HKSCC shall reserve the right to reverse any credit granted to such Participant by debiting the relevant securities from its CCASS account accordingly. These measures would generally cease to apply from the date when the winding up petition has been struck-out, dismissed or permanently stayed, or the relevant Company has obtained the necessary validation order from the Court.

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

RESUMPTION OF TRADING

At the request of the Company, trading in the shares of the Company on the Stock Exchange was halted from 9:00 a.m. on 2 September 2019 pending the release of this announcement. An application has been made to the Stock Exchange for resumption of trading in the shares of the Company on the Stock Exchange with effect from 9:00 a.m. on 4 September 2019.

By Order of the Board

GTI Holdings Limited

Poon Sum

Chairman and Executive Director

Hong Kong, 3 September 2019

As at the date of this announcement, the Board comprises (i) Mr. Poon Sum (Chairman), Mr. Ng Kwok Hung Perry, Mr. Hao Xiangbin and Mr. Huang Bin as executive Directors; and (ii) Mr. Chan Shu Kin, Dr. Tse Kwok Sang and Mr. Chiu Wai Piu as independent non-executive Directors.