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WUZHOU INTERNATIONAL HOLDINGS LIMITED

五洲國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 01369)

**(1) FURTHER DELAY IN PUBLICATION OF 2018 INTERIM RESULTS
AND DESPATCH OF 2018 INTERIM REPORT AND
DELAY IN PUBLICATION OF 2018 ANNUAL RESULTS
AND DESPATCH OF 2018 ANNUAL REPORT;
AND
(2) CONTINUED TRADING SUSPENSION**

This announcement is made by the board (the “**Board**”) of directors of Wuzhou International Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rules 13.09 and 13.49(3) 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 under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

(1) FURTHER DELAY IN PUBLICATION OF 2018 INTERIM RESULTS AND DESPATCH OF 2018 INTERIM REPORT AND DELAY IN PUBLICATION OF 2018 ANNUAL RESULTS AND DESPATCH OF 2018 ANNUAL REPORT

Pursuant to Rules 13.49(6) and 13.48(1) of the Listing Rules, the Company is required to publish its preliminary results for the six months ended 30 June 2018 (the “**2018 Interim Results**”) no later than 31 August 2018, and to despatch the interim report for the same period (the “**2018 Interim Report**”) to its Shareholders on or before 30 September 2018.

Pursuant to Rules 13.49(1) and 13.46(2)(a) of the Listing Rules, the Company is required to publish the annual results announcement of the Group for year ended 31 December 2018 (the “**2018 Annual Results**”) no later than 31 March 2019, and to despatch the annual report for such year (the “**2018 Annual Report**”) to its Shareholders on or before 30 April 2019.

As disclosed in the announcements of the Company dated 10 August 2018, 17 September 2018 and 30 October 2018, (a) the Company appointed RSM Corporate Advisory (Hong Kong) Limited as its Independent Restructuring Adviser (“IRA”) on 24 July 2018 to assist the Company in assessing the financial position of the Company and evaluating its options and to work towards a mutually acceptable restructuring solution for its creditors, (b) a special investigation committee (“SIC”) was established on 17 September 2018 to investigate (the “Investigation”) certain suspected transfers of equity interest of subsidiaries which had not been approved by the Board (the “Suspected Unapproved Transfers”), and (c) the scope of work of the IRA was further extended on 24 October 2018 under which the IRA would perform independent review (the “Independent Review”) into the Suspected Unapproved Transfers. The Board expects that the Company will not be able to publish the 2018 Interim Results and the 2018 Annual Results and despatch the 2018 Interim Report and 2018 Annual Report prior to the completion of the Investigation and the Independent Review. Accordingly, the Board announces that: (i) the publication of the 2018 Interim Results and the despatch of the 2018 Interim Report will be further delayed until further notice; and (ii) the publication of the 2018 Annual Results and despatch of 2018 Annual Report will be delayed until further notice.

The Board acknowledges that the further delay in the publication of the 2018 Interim Results and the despatch of the 2018 Interim Report, and the delay in the publication of the 2018 Annual Results and the despatch of the 2018 Annual Report constitute non-compliance with Rules 13.49(6), 13.48(1), 13.49(1) and 13.46(2)(a) of the Listing Rules, respectively.

Upon completion of the Investigation and the Independent Review, the Company will take all necessary steps to (i) publish the 2018 Interim Results and despatch the 2018 Interim Report; and (ii) publish the 2018 Annual Results and despatch the 2018 Annual Report as soon as practicable.

(2) CONTINUED TRADING SUSPENSION OF THE SHARES OF THE COMPANY

Trading in the shares of the Company on the Stock Exchange was suspended with effect from 9:00 a.m. on 3 September 2018 and will remain suspended until further notice.

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
WUZHOU INTERNATIONAL HOLDINGS LIMITED
Shu Cecheng
Chairman

Hong Kong, 29 March 2019

As at the date of this announcement, the Board comprises six executive Directors, being Mr. Shu Cecheng (Chairman), Mr. Shu Cewan (Chief Executive Officer), Mr. Zhu Yongqiu, Mr. Shen Xiaowei, Ms. Cai Qiaoling and Mr. Zhou Chen, and three independent non-executive Directors, being Dr. Song Ming, Prof. Shu Guoying and Mr. Liu Chaodong.