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## **GOLDIN FINANCIAL HOLDINGS LIMITED**

**高銀金融（集團）有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 530)**

### **GRANT OF WAIVER FROM STRICT COMPLIANCE WITH RULE 13.46(2)(A) AND RULE 13.46(2)(B) OF THE LISTING RULES**

Reference is made to (i) the announcement of Goldin Financial Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) dated 30 September 2020 (the “**Announcement**”) in relation to the unaudited annual results of the Group for the year ended 30 June 2020 (the “**FY2020**”); and (ii) the announcement of the Company dated 30 October 2020 in relation to the delay in publication of audited annual results and despatch of annual report for the FY2020 (the “**Delay Announcement**”). Unless otherwise stated, capitalised terms used herein shall have the same meanings as ascribed thereto in the Announcement and the Delay Announcement.

#### **THE WAIVER**

As disclosed in the Delay Announcement, the outbreak and continuous severe spreading of COVID-19 in the USA and Europe and continuous enforcement of travel restrictions and quarantine policies in mainland China and Hong Kong have caused further delay in the finalisation of audit work for the FY2020 in respect of the Group’s subsidiaries in such locations. In addition, the litigations regarding the appointment of receivers over the Company’s certain subsidiaries, namely Smart Edge Limited, Cheng Mei Holdings Limited and Goal Eagle Limited, together with the petition for winding up of the Company in Bermuda also affected the audit process of the relevant subsidiaries and the Company required additional time to obtain and confirm the information for the preparation of subsequent financial statements for audit purpose. In light of the aforesaid reasons and as disclosed in the Delay Announcement, the auditing process for the annual results for the FY2020 has not been completed and the Audited Annual Results and the Annual Report are expected to be published/despatched on or before 31 December 2020.

Taking into account the expected despatch date of the Annual Report, as well as the notice period for the annual general meeting of the Company (the “**2020 AGM**”) after the despatch of the Annual Report and the relevant notice of the 2020 AGM, the Company expects that the 2020 AGM will be held on or before 11 February 2021.

In this connection, the Company has applied to the Stock Exchange for (i) a waiver from strict compliance with Rule 13.46(2)(a) of the Listing Rules and an extension of the deadline for the despatch of the Annual Report; and (ii) a waiver from strict compliance with Rule 13.46(2)(b) of the Listing Rules and an extension of the deadline for the 2020 AGM.

On 4 December 2020, the Stock Exchange has agreed to waive the requirements of:

- (i) Rule 13.46(2)(a) of the Listing Rules on the basis that the Company will despatch its annual report for the FY2020 on or before 31 December 2020; and
- (ii) Rule 13.46(2)(b) of the Listing Rules subject to (a) the Company's compliance with its bye-laws (the "Bye-Laws") and the Bermuda Companies Act (the "Companies Act"); and (b) the Company will hold the 2020 AGM by 11 February 2021.

### **COMPLIANCE WITH THE REQUIREMENTS UNDER THE COMPANIES ACT AND THE BYE-LAWS**

Based on the legal advice sought by the Company, in accordance with the Companies Act, the 2020 AGM is allowed to be convened and held three months after the calendar year, which is on or before 31 March 2021. In accordance with the Bye-Laws, the 2020 AGM shall be held not more than fifteen months (or such longer period as the Stock Exchange may authorise) after the date of the previous annual general meeting of the Company, which was held on 21 November 2019.

In view of the above, the 2020 AGM expected to be held on or before 11 February 2021 is compliant with the requirements under the Companies Act and the Bye-Laws.

By order of the Board  
**Goldin Financial Holdings Limited**  
高銀金融（集團）有限公司\*  
**Hui Wai Man, Shirley**  
*Executive Director*

Hong Kong, 4 December 2020

*As at the date of this announcement, the Board comprises Mr. Pan Sutong, JP (Chairman), Mr. Zhou Xiaojun, Mr. Huang Rui and Ms. Hui Wai Man, Shirley as the executive Directors; and Hon. Shek Lai Him Abraham (GBS, JP), Mr. Wong Wai Leung Joseph, Mr. Tang Yiu Wing and Ms. Gao Min as the independent non-executive Directors respectively.*

\* for identification purposes only