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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 the announcements of Goldin Financial Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) (i) 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**”); (ii) dated 30 October 2020 in relation to the delay in publication of the annual results of the Group for the FY2020 which has to be agreed with the auditors (the “**Audited Annual Results**”) and despatch of annual report for the FY2020 (the “**Annual Report**”); (iii) dated 4 December 2020 in relation to the grant of waiver by The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) from strict compliance with Rule 13.46(2)(a) and Rule 13.46(2)(b) of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”); and (iv) dated 4 January 2021 (the “**Further Delay Announcement**”) in relation to the further delay in publication of the Audited Annual Results and despatch of the Annual Report.

THE WAIVER

As disclosed in the Further Delay Announcement, completion of the audit for FY2020 is still subject to finalisation of the audit procedures for impairment assessment of the factoring business segment and the working capital forecasts of the Group. The continuous spreading of COVID-19 and the resulted work-from-home policies, travel restrictions and quarantine measures have significantly affected the progress of provision of information regarding the Group's factoring customers in the People's Republic of China, which are exporters to the USA. Such information is required for credit assessment of the factoring customers and hence impairment assessment of the related factoring receivables. The Company has also requested for a copy of the sale and purchase agreement in respect of all the ordinary shares of Smart Edge Limited from the receivers (as referred to in the announcements of the Company dated 23 December 2020 and 10 January 2021). The aforementioned information is required for the Group to finalise its working capital forecasts of the Group, and hence for the auditors to finalise the audit work for FY2020. In light of the aforesaid reasons, additional time is required to complete the audit work for FY2020. It is expected that the Audited Annual Results will be published on or before 14 January 2021 and the Annual Report will be despatched on or before 21 January 2021.

Taking into account the expected despatch date of the Annual Report and the required notice period, the Company expects that the annual general meeting of the Company (the "2020 AGM") will be held on or before 24 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 a further 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 a further extension of the deadline for the 2020 AGM.

On 11 January 2021, 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 (a) publish the Audited Annual Results on or before 14 January 2021; and (b) despatch the Annual Report on or before 21 January 2021; 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 24 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 and the grant of the aforesaid waiver by the Stock Exchange from strict compliance with Rule 13.46(2)(b) of the Listing Rules, the 2020 AGM expected to be held on or before 24 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, 12 January 2021

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*