

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.



**Yangzhou Guangling District Taihe Rural Micro-finance
Company Limited**

揚州市廣陵區泰和農村小額貸款股份有限公司

(A joint stock limited liability company incorporated in the People's Republic of China)

(Stock Code: 1915)

**RESUMPTION GUIDANCE
AND
QUARTERLY UPDATE ON RESUMPTION PROGRESS**

This announcement is made by Yangzhou Guangling District Taihe Rural Micro-finance Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) in accordance with Rule 13.09(2)(a) of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) 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**”).

Reference is made to the announcements (the “**Announcements**”) of the Company dated 26 March 2025, 2 May 2025 and 4 June 2025 respectively in relation to, among others, the delay in publication of the Group’s annual results for the year ended 31 December 2024 (the “**2024 Annual Results**”) and the trading suspension in the shares of the Company (the “**Shares**”) with effect from 9:00 a.m. on 1 April 2025. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Announcements.

RESUMPTION GUIDANCE

On 27 June 2025, the Company received a letter from the Stock Exchange setting out the following resumption guidance (the “**Resumption Guidance**”) for the resumption of trading in the Shares:

- (a) conduct an independent investigation (the “**Independent Investigation**”) into
 - (i) certain unauthorised guarantees provided by the Group in respect of borrowings of, among others, Jiangsu Botai Group Co., Ltd.* (江蘇柏泰集團有限公司), a controlling shareholder (as defined under the Listing Rules) of the

Company, and its associated companies (the “**Unauthorised Guarantees**”), (ii) the recoverability of certain loans and accounts receivable, (iii) the recognition of impairment loss on certain loans and accounts receivable, and (iv) the assessment in the Group’s ability to continue as a going concern (collectively, the “**Audit Matters**”), including but not limited to an independent forensic investigation into the Unauthorised Guarantees and, assess the impact on the Company’s business operations and financial position, announce the findings of the investigation and take appropriate remedial actions;

- (b) demonstrate that there is no reasonable regulatory concern about the integrity, competence and/or character of the Group’s management and/or any persons with substantial influence over the Company’s management and operations, which may pose a risk to investors and damage market confidence;
- (c) conduct an independent internal control review and demonstrate that the Company has in place adequate internal controls and procedures to meet its obligations under the Listing Rules;
- (d) publish all outstanding financial results required under the Listing Rules and address any audit modifications;
- (e) demonstrate the Company’s compliance with Rule 13.24 of the Listing Rules;
- (f) re-comply with Rules 3.10(2) and 3.21 of the Listing Rules; and
- (g) inform the market of all material information for the Shareholders and the Company’s other investors to appraise the Company’s position.

The Company must meet all Resumption Guidance, remedy the issues causing its trading suspension and fully comply with the Listing Rules to the Stock Exchange’s satisfaction before trading in its securities is allowed to resume. For this purpose, the Company has primary responsibility to devise its action plan for resumption. The Stock Exchange may modify or supplement the Resumption Guidance if the Company’s situation changes.

Under Rule 6.01A(1) of the Listing Rules, the Stock Exchange may cancel the listing of any securities that have been suspended from trading for a continuous period of 18 months. In the case of the Company, the 18-month period expires on 30 September 2026. If the Company fails to remedy the issues causing its trading suspension, fulfil the Resumption Guidance and fully comply with the Listing Rules to the Stock Exchange’s satisfaction and resume trading in the Shares by 30 September 2026, the Listing Division will recommend the Listing Committee to proceed with the cancellation of the Company’s listing. Under Rules 6.01 and 6.10 of the Listing Rules, the Stock Exchange also has the right to impose a shorter specific remedial period or to cancel the listing of the Company immediately, where appropriate.

The Company must also comply with the Listing Rules and all applicable laws and regulations in Hong Kong and its place of incorporation before resumption.

While trading is suspended, the Company is also reminded of its obligations under the Listing Rules including, but not limited to, the following:

- (a) keep the duration of any trading suspension to the shortest possible period as required under Rule 6.05 of the Listing Rules;
- (b) comply with its continuing obligations under the Listing Rules at all times, for example, those applying to notifiable and/or connected transactions under Chapters 14 and 14A of the Listing Rules and publication of periodic financial results and reports and, if they are not available, management accounts under Rules 13.46 to 13.49 of the Listing Rules;
- (c) announce inside information required to be disclosed under Part XIVA of the SFO; and
- (d) announce quarterly updates on its developments under Rule 13.24A of the Listing Rules, including, among other relevant matters:
 - (i) its business operations;
 - (ii) its resumption plan with details of actions that it has taken and intends to take to remedy the issues causing its trading suspension, fulfil the Resumption Guidance and fully comply with the Listing Rules and resume trading. The resumption plan should be accompanied with a clear timeframe in respect of each stage of work under the plan with a view that the Resumption Guidance can be fulfilled and trading can resume as soon as practicable and, in any event before the 18-month period expires;
 - (iii) the progress of implementing its resumption plan; and
 - (iv) details of any material change to the resumption plan and, in the case of delay, the reasons and impact of such delay.

The Company must announce its first quarterly update on or before 30 June 2025 and every 3 months from that date until resumption or cancellation of listing (whichever is earlier).

QUARTERLY UPDATE ON RESUMPTION PROGRESS

Independent Investigation

The Company is in the process of identifying a suitable external independent consultant to conduct the Independent Investigation.

Integrity, competence and/or character of the Group's management

The Company will take appropriate actions and measures as soon as practicable to ensure that there does not exist reasonable regulatory concerns, if any, about the management integrity and/or the integrity of the Group's management and/or any persons with substantial influence over the Company's management and operations.

Internal control review

The Company will at the appropriate time identify a suitable internal control consultant to carry out a thorough review of the Group's internal control systems.

Publication of outstanding financial results

The expected date of publication of the 2024 Annual Results will need to be further discussed with the Company's auditors after the completion of the Independent Investigation and will be announced in due course.

Demonstration of the Company's compliance with Rule 13.24 of the Listing Rules

The Group is principally engaged in granting of loans to "Agriculture, Rural Areas and Farmers", providing service of financial guarantees, and acting as an agent providing automotive services and others.

At the moment, the Group's is in the process of recovering its loans receivables from its loan business and subject to the progress of recovery, the Group will continue to make loans to its customers in its ordinary course of business. Meanwhile, the Company is directing its resources to its biotechnology project conducted through its subsidiary, Shenzhen Herun Biotechnology Co., Ltd.* (深圳和潤生物科技有限公司).

Re-compliance with Rules 3.10(2) and 3.21 of the Listing Rules

The Company intends to convene as soon as practicable an extraordinary general meeting for the appointment of a suitable candidate having the appropriate professional qualifications or accounting or related financial management expertise as an independent non-executive Director and a member of the audit committee of the Company.

Announce all material information

Since the suspension of trading in its Shares, the Company has been keeping its Shareholders and potential investors informed of all material information to appraise the Company's position by way of announcements on the website of the Stock Exchange in accordance with the Listing Rules. The Company will continue to keep its Shareholders and potential investors abreast of the material developments by making further announcement(s) as and when appropriate.

CONTINUED SUSPENSION OF TRADING

At the request of the Company, trading in the Shares on the Stock Exchange has been suspended with effect from 9:00 a.m. on 1 April 2025 and will remain suspended until the Company fulfils the Resumption Guidance. The Company will make further announcement(s) as appropriate or as required under the Listing Rules and the SFO.

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

By Order of the Board
**Yangzhou Guangling District Taihe Rural
Micro-finance Company Limited**
Tian Zhenyong
Chairman

Yangzhou, the People's Republic of China, 30 June 2025

As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Tian Zhenyong, Ms. Huang Min and Mr. Zhang Zhuo; one non-executive Director, namely Mr. Lu Qi; and three independent non-executive Directors, namely Ms. Zhang Lingling, Mr. Tse Pui Leung and Mr. Chan Man Chun.

** For identification purposes only*