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中国地利集团
China Dili Group

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1387)

**(1) DECISION OF THE LISTING REVIEW COMMITTEE;
(2) CANCELLATION OF LISTING;
AND
(3) CONTINUED SUSPENSION OF TRADING**

This announcement is made by China Dili Group (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to the inside information provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and Rule 13.09 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

References are made to the announcements of the Company (i) dated 28 October 2022 in relation to the suspension of trading in all securities of the Company on the Stock Exchange; (ii) dated 28 October 2022 in relation to inside information of the Company; (iii) dated 30 November 2022 in relation to the Initial Resumption Guidance received from the Stock Exchange; (iv) dated 12 December 2022 in relation to the appointment of an independent investigator; (v) dated 27 January 2023 in relation to the quarterly update on resumption progress; (vi) dated 28 March 2023 in relation to the expected delay in publication of annual results for the year ended 31 December 2022 and expected delay in despatch of the 2022 annual report; (vii) dated 14 April 2023 in relation to the Additional Resumption Guidance received from the Stock Exchange and the quarterly update on resumption progress; (viii) dated 27 July 2023 in relation to the quarterly update on resumption progress; (ix) dated 18 August 2023 in relation to the key findings of the Independent Investigation and the appointment of independent internal control consultant; (x) dated 30 August 2023 in relation to the further delay in publication of annual results for the year ended 31 December 2022 and in despatch of the 2022 annual report, expected delay in publication of interim results for the six months ended 30 June 2023 and in despatch of the 2023 interim report, and postponement of the 2023 annual general meeting; (xi) dated 27 October 2023 in relation to the quarterly update on resumption progress; (xii) dated 29 December 2023 in relation to the recent freezing of the Group’s onshore bank deposits; (xiii) dated 9 January 2024 in relation to update on litigation claims; (xiv) dated 9 January 2024 in relation to litigation claims against subsidiaries of the Company (xv) dated 26 January 2024 in relation to the quarterly update on resumption progress; (xvi) dated 28 March 2024 in relation to the Further Resumption Guidance received from the Stock Exchange; (xvii) dated 28 March 2024 in relation to the further delay in publication of annual results for the year ended 31 December 2022 and interim results for the six months ended 30 June 2023 and in despatch of the 2022 annual report and the 2023 interim report, and expected delay in publication of annual results for the year ended 31 December 2023 and in despatch of the 2023 annual report; (xviii) dated 12 April 2024 in relation to the key findings of the Internal Control Review; (xix) dated 26 April 2024 in relation to the quarterly update on resumption progress; and (xx) dated 27 May 2024 in relation to the decision of the Listing Committee on cancellation of listing and the request to the Listing Review Committee to review the decision on cancellation of listing (collectively, the

“**Announcements**”). Unless otherwise stated, capitalised terms used in this announcement shall have the same meanings as defined in the Announcements.

DECISION OF THE LISTING REVIEW COMMITTEE

As disclosed in the announcement of the Company dated 27 May 2024, the Company submitted an application requesting the Decision be referred to the Listing Review Committee for review pursuant to requirements under Chapter 2B of the Listing Rules. On 17 July 2024, the Listing Review Committee conducted a hearing for a review of the Decision. On 30 July 2024, the Company received a letter from the Stock Exchange stating that, having carefully considered all the facts and evidences, and all the submissions presented by the Company and the Listing Division of the Stock Exchange, the Listing Review Committee decided to uphold the Listing Committee’s decision to cancel the Company’s listing pursuant to Rule 6.01A(1) of the Listing Rules.

CANCELLATION OF LISTING

On 31 July 2024, the Company received a letter from the Stock Exchange advising the Company that the last day of listing of Company’s shares (the “**Shares**”) will be 9 August 2024 (the “**Last Listing Date**”) and the listing of the Shares will be cancelled with effect from 9:00 a.m. on 12 August 2024.

CONSEQUENCES TO THE SHAREHOLDERS

All shareholders and investors of the Company should note that after the Last Listing Date, whilst the share certificates of the Shares will remain valid, the Shares will not be listed on, and will not be tradeable on the Stock Exchange. Thereafter, the Company will no longer be subject to the Listing Rules.

CONTINUED SUSPENSION OF TRADING

At the request of the Company, trading in all securities of the Company on the Stock Exchange has been suspended with effect from 9:00 a.m. on 28 October 2022.

The listing of the Shares will be cancelled with effect from 9:00 a.m. on 12 August 2024. Thereafter, the Shares will not be listed on, and will not be tradeable on the Stock Exchange.

Shareholders of the Company who have any queries about the implications of the cancellation of the listing of the Shares are advised to obtain appropriate professional advice.

By Order of the Board

China Dili Group

Dai Bin

Executive Director and Chief Executive Officer

Hong Kong, 1 August 2024

As at the date of this announcement, the Board comprises Mr. Dai Bin as executive director; Mr. Yin Jianhong and Mr. Yao Yanzhong as non-executive directors; and Dr. Fan Ren-Da, Anthony, Mr. Wang Yifu, Mr. Leung Chung Ki and Mr. Tang Hon Man as independent non-executive directors.