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## **EVERGREEN INTERNATIONAL HOLDINGS LIMITED**

**長興國際（集團）控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 238)**

### **(1) UPDATE ON WINDING UP PETITION FILED BY BONDHOLDER G (2) CONTINUED SUSPENSION OF TRADING**

This announcement is made by the board of directors of Evergreen International Holdings Limited (the “**Company**”) pursuant to Rules 13.09(2)(a) and 13.25(1)(b) 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).

Reference is made to the Company’s announcements dated 23 February 2020, 11 March 2020, 31 July 2020, 21 October 2020 (the “**21 October Announcement**”), and 23 November 2020 in relation to, among other things, the Company’s default in the payment of half-year interest on the Bonds due and payable on 31 December 2019. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the 21 October Announcement.

#### **(1) UPDATE ON WINDING UP PETITION FILED BY BONDHOLDER G**

In the 21 October Announcement, it was disclosed among other things that (i) on 21 October 2020, the Company received a Notice of Intention to Appear on Petition filed by Bondholder H with the High Court in respect of the hearing of a petition filed on 25 September 2020 by Bondholder G with the High Court under Companies Winding-up Proceedings No. 312 of 2020, for an order that the Company be wound up by the High Court under the provisions of the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong) for failing to settle an outstanding debt in the sum of HK\$7,411,184.24, representing the outstanding principal amount of the Bonds of HK\$7,100,000.00 and interest thereon up to 24 August 2020, being the date on which the statutory demand of Bondholder G was served on the Company, of HK\$311,184.24 (the “**Bondholder G Petition**”) and (ii) as at the date of the 21 October Announcement, to the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, the Bondholder G Petition had not been served on the Company.

On 26 November 2020, the Bondholder G Petition was served on the Company. The Bondholder G Petition is scheduled to be heard before the High Court at 10:00 a.m. on 23 December 2020.

The Company is actively seeking legal advice in relation to the Bondholder G Petition and is concurrently negotiating with Bondholder G for a possible settlement of the matter. Further announcement(s) will be made as and when appropriate in accordance with the Listing Rules.

### **Effects of the Bondholder G Petition**

If the Company is ultimately wound up as a result of the Bondholder G Petition, then any disposition of the property of the Company (including things in action), and any transfer of shares, or alteration in the status of the members of the Company, made after the commencement of the winding up, namely the date of the presentation of the Bondholder G Petition, will be void unless a validation order is obtained from the court. Any disposition made on or after the commencement of the winding up will not be affected if the Bondholder G Petition is subsequently struck out, dismissed, withdrawn or permanently stayed. Accordingly, the Company wishes to remind its shareholders and potential investors that, the transfer of the shares in the Company made on or after the commencement of the winding up will be void without a validation order from the court in the event that the Company is ultimately wound up.

Pursuant to the circular dated 28 December 2016 issued by HKSCC in relation to the transfer of the shares of listed issuers after a winding up petition has been presented, and in view of the restrictions and the uncertainties that may arise in relation to the transfer of shares of the Company, for the Participant(s), HKSCC may at any time, and without notice, exercise its powers under the General Rules of CCASS to temporarily suspend any of its services in respect of shares of the Company. This may include the suspension of acceptance of deposits of share certificates of the Company into CCASS. The share certificates of the Company received by HKSCC but not yet deregistered in HKSCC Nominee Limited's name will also be returned to the relevant Participant and HKSCC shall reserve the right to reverse any credit granted to such Participant by debiting the relevant securities from its CCASS account accordingly.

These measures would generally cease to apply from the date when the Bondholder G Petition has been struck-out, dismissed or permanently stayed, or the Company has obtained the necessary validation order from the court.

## **(2) CONTINUED SUSPENSION OF TRADING IN THE SHARES**

At the request of the Company, trading in the shares of the Company on the Stock Exchange has been suspended since 30 March 2020 and will continue to be suspended until further notice.

**Holders of the shares of the Company and potential investors are advised to exercise caution when dealing in the shares of the Company.**

**Transfer of the Company's shares may be restricted as the deposits of the Company's shares into CCASS may be suspended due to the Bondholder G Petition. Shareholders and potential investors of the Company should exercise caution when they deal or contemplate dealing in the shares or other securities of the Company.**

On behalf of the Board  
**Evergreen International Holdings Limited**  
**CHAN Yuk Ming**  
*Chairman*

Hong Kong, 26 November 2020

*As at the date of this announcement, Mr. Chan Yuk Ming, Mr. Chen Yunan and Mr. Chen Minwen are the Executive Directors of the Company; Mr. Cheng King Hoi, Andrew and Mr. Poon Wai Kong and Mr. Leung Chi Hung are the Independent Non-executive Directors of the Company.*