

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.



ARES ASIA LIMITED

安域亞洲有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 645)

IMPLEMENTATION OF ALL REMEDIAL ACTIONS UNDER INTERNAL CONTROL REVIEW

This announcement is made by Ares Asia Limited (the “**Company**” together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 and 13.24A of the Listing Rules and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong).

References are made to the announcements (the “**Announcements**”) of the Company dated 15 December 2022, 20 January 2023 and 27 February 2023 in relation to, among others, the findings of the internal control review conducted by Crowe. Unless otherwise defined, capitalised terms used herein shall have the same meanings as defined in the Announcements.

As disclosed in the announcements of the Company dated 20 January 2023 and 27 February 2023, among other internal control findings, Crowe recommended the following internal control finding in relation to insurance (adopting the numbering used in the Internal Control Review Report) as follows:

4. INSURANCE COVERAGE FOR DIRECTORS’ AND OFFICERS’ (“D&O”) LIABILITIES (RISK LEVEL: LOW)

Finding:

Due to the suspension in the trading of the Shares, the Company has been unable to extend the D&O insurance, which expired in February 2022.

Recommendation:

The Company should procure D&O insurance to cover potential legal actions against its directors and officers upon approval of the resumption of trading of the Shares.

Status of Remediation Implementation as at 13 January 2023:

In progress, subject to further follow-up action after resumption. D&O insurance will be procured upon approval of the resumption of trading of the Company's shares on the Stock Exchange.

Other key internal control findings stated in the Internal Control Review Report are set out in the announcement of the Company dated 20 January 2023.

ALL REMEDIAL ACTIONS IMPLEMENTED

As stated in the announcement of the Company dated 27 February 2023, item 4 above would be fully implemented upon the resumption of trading of the Shares. The Board announced that, as at the date of the announcement, item 4 above has been implemented as the Company has procured D&O insurance in respect of potential legal actions against its directors and officers. With the implementation of item 4 above, the Audit Committee and the Board considered that the key internal control deficiencies identified in the Internal Control Review Report were all remedied.

The Audit Committee and the Board will continue to closely monitor the ongoing internal control system of the Group to ensure it has in place adequate internal controls and procedures to meet its obligations under the Listing Rules.

By Order of the Board
ARES ASIA LIMITED
LAI Yi-Chun
(also known as Robert LAI)
Chairman

Hong Kong, 3 May 2023

As at the date of this announcement, the Board comprises two executive Directors, namely Mr. LAI Yi-Chun (also known as Mr. Robert LAI) (Chairman) and Mr. LUO Xiao; one non-executive Director, namely Ms. RUAYRUNGRUANG Woraphanit; and three independent non-executive Directors, namely Mr. CHANG Jesse, Mr. YEUNG Kin Bond, Sydney and Mr. LIU Ji.