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Guoan International Limited

國安國際有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 143)

INSIDE INFORMATION WINDING UP PETITION

This announcement is made by Guoan International Limited (the “**Company**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the announcements of the Company dated 13 February 2018, 14 June 2018, 28 February 2019, 28 February 2020, 30 November 2020, 2 December 2020, 24 December 2020, 22 January 2021, 28 February 2021, 1 March 2021, 29 March 2021, 12 April 2021, 27 April 2021, 14 May 2021 and 26 May 2021 respectively (the “**Announcements**”) and the circular of the Company dated 24 May 2018 (the “**Circular**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

WINDING UP PETITION

On 9 June 2021, the Board received a winding up petition (the “**Petition**”) against the Company filed by the Bondholders as petitioners (the “**Petitioners**”) with the Grand Court of the Cayman Islands (the “**Grand Court**”) on 8 June 2021 on the ground that the Company is unable to pay its debts pursuant to section 92(d) and 93(a) of the Companies Act (2021 Revision) of the Cayman Islands (the “**Companies Act**”) and is therefore insolvent. The Petitioners also applied for the appointment of joint official liquidators of the Company. The hearing of the Petition will take place before the Grand Court on 15 July 2021 at 10:30 a.m. (Cayman Islands time).

The Petition was filed against the Company for the principal amount of HK\$100,000,000 under the 1st Tranche Convertible Bonds together with interests accrued thereon allegedly owed by the Company to the Petitioners.

The Company is currently seeking legal advice in respect of the above and will keep the Shareholders and potential investors informed of any significant development by way of announcement as and when appropriate in accordance with the Listing Rules.

CONTINUED SUSPENSION OF TRADING

At the request of the Company, trading in the Shares on the Stock Exchange was suspended with effect from 9:00 a.m. on 30 March 2021 and will remain suspended until further notice.

Shareholders and potential investors should exercise caution when dealing in the Shares.

By Order of the Board
Guoan International Limited
LIU Deng
Chairman

Hong Kong, 10 June 2021

As at the date of this announcement, the Board comprises 6 Directors, of which 1 is an executive Director, namely Mr. LIU Deng, 3 are non-executive Directors, namely Ms. BAI Wei, Mr. WEI Wen Jun and Mr. ZHOU Deng Yue, and 2 are independent non-executive Directors, namely Mr. LEE Kwok Leung and Mr. CHEUNG Ngai Lam.