

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.

Linocraft Holdings Limited **東駿控股有限公司**

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8383)

RESUMPTION GUIDANCE **AND** **CONTINUED SUSPENSION OF TRADING**

This announcement is made by the board (the “**Board**”) of directors (the “**Directors**”) of Linocraft Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 17.10 of the Rules (the “**GEM Listing Rules**”) Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Inside Information Provisions (as defined in the GEM Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Cap. 571, Laws of Hong Kong).

References are made to the announcements of the Company dated 28 November 2023 and 1 December 2023 (collectively, the “**Announcements**”) in relation to, among other things, (a) the delay in publication of the 2023 Annual Results and despatch of the 2023 Annual Report; and (b) suspension of trading in the shares of the Company (“**Shares**”). Capitalised terms used herein shall have the same meanings as those defined in the Announcements unless otherwise stated.

RESUMPTION GUIDANCE

On 22 February 2024, the Company received a letter (the “**Letter**”) from the Stock Exchange setting out the following resumption guidance (the “**Resumption Guidance**”) for the Company:

1. publish all outstanding financial results required under the GEM Listing Rules and address any audit modifications;
2. demonstrate the Company’s compliance with Rule 17.26 of the GEM Listing Rules; and
3. inform the market of all material information for the Shareholders and 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 GEM Listing Rules to the Stock Exchange’s satisfaction before trading in its securities is allowed to resume. For this purpose, the Company has the primary responsibility to devise its action plan for resumption. The Stock Exchange further indicates that it may modify or supplement the Resumption Guidance if the Company’s situation changes.

FURTHER GUIDANCE

1. Under Rule 9.14A(1) of the GEM Listing Rules, the Stock Exchange may cancel the listing of any securities that have been suspended from trading for a continuous period of 12 months. In the case of the Company, the 12-month period expires on 30 November 2024. If the Company fails to remedy the substantive issues causing its trading suspension, fulfil the Resumption Guidance and fully comply with the GEM Listing Rules to the Stock Exchange's satisfaction and resume trading in the Shares by 30 November 2024, the Listing Division will recommend the GEM Listing Committee to proceed with the cancellation of the Company's listing. Under Rules 9.01 and 9.15 of the GEM Listing Rules, the Stock Exchange also has the right to impose a shorter specific remedial period where appropriate.
2. The Company must also comply with the GEM Listing Rules and all applicable laws and regulations in Hong Kong and the Cayman Islands before resumption.
3. While trading is suspended, the Company is also reminded of its obligations under the GEM Listing Rules including, but not limited to, the following:
 - i. keep the duration of any trading suspension to the shortest possible period as required under Rule 9.09 of the GEM Listing Rules;
 - ii. comply with its continuing obligations under the GEM Listing Rules at all times, for example, those applying to notifiable and/or connected transactions under Chapters 19 and 20 of the GEM Listing Rules and publication of periodic financial results and reports and, if they are not available, management accounts under Chapter 18 of the GEM Listing Rules;
 - iii. announce inside information required to be disclosed under Part XIVA of the Securities and Futures Ordinance; and
 - iv. announce quarterly updates on its developments under Rule 17.26A of the GEM Listing Rules including, among other relevant matters:
 - its business operations;
 - its resumption plan with details of actions that it has taken and intends to take to remedy the issues causing its trading suspension, fulfill the Resumption Guidance and fully comply with the GEM 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 12-month period expires;
 - the progress of implementing its resumption plan; and
 - details of any material change to the resumption plan and, in the case of delay, the reasons and impact of such delay.

The Company shall announce its first quarterly update on or before 29 February 2024 and further quarterly update thereafter every three (3) months until resumption or cancellation of listing (whichever is earlier).

4. Before the Stock Exchange confirm to the Company that trading can resume, the Company must ensure that in each of its announcement, there is a statement that trading will remain suspended with an explanation of the reasons for the continued suspension.
5. When the Company considers that it has fulfilled the Resumption Guidance, remedied the issues causing its trading suspension and fully complied with the GEM Listing Rules, it should request the Stock Exchange's confirmation that this is the case and provide the Stock Exchange with sufficient supporting information for assessment.

The Company will publish further announcement(s) as and when appropriate and in accordance with the requirements of the GEM Listing Rules to keep the Shareholders and potential investors of the Company informed of the latest progress in complying with the Resumption Guidance.

CONTINUED SUSPENSION OF TRADING

Trading in the Shares on the Stock Exchange has been suspended with effect from 9:00 a.m. on 1 December 2023 pending fulfilment of the Resumption Guidance and any supplement or modification thereto.

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

By order of the Board
Linocraft Holdings Limited
Tan Woon Chay
Executive Director

Hong Kong, 27 February 2024

As at the date of this announcement, the executive Directors are Mr. Ong Yoong Nyock and Mr. Tan Woon Chay and the independent non-executive Directors are Mr. Choy Wing Keung David, Mr. Liew Weng Keat and Mr. Teoh Cheng Tun.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the "Latest Listed Company Information" page of the Stock Exchange's website at www.hkexnews.hk for a minimum period of seven days from the date of its publication and on the Company's website at www.linocraftprinters.com.