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**FUGUINIAO CO., LTD.**

**富貴鳥股份有限公司**

*(a joint stock company established in the People's Republic of China with limited liability)*

**(Stock Code: 1819)**

## **RESUMPTION CONDITIONS**

This announcement is made by Fuguiniao Co., Ltd. (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09(2) 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: (i) the announcements of the Company dated 31 August 2016 and 22 September 2016 in relation to the postponement of the meeting of the board (the “**Board**”) of directors (the “**Director(s)**”) of the Company for the purposes of, among other things, approving the unaudited consolidated interim results of the Group for the six months ended 30 June 2016 (the “**Interim Results**”), the delay in publication of the announcement in respect of the Interim Results, and the suspension of trading in the shares of the Company (the “**Shares**”) on the Stock Exchange; and (ii) the announcement of the Company dated 11 April 2017 (the “**11 April Announcement**”) in relation to the change of auditor, the establishment of a special committee of the Board, the delay in publication of the annual results for the year ended 31 December 2016 and the continued suspension of trading in the Shares on the Stock Exchange.

The Company received a letter dated 16 May 2017 from the Stock Exchange, in which the following conditions (the “**Resumption Conditions**”) were imposed on the Company in respect of the resumption of trading in the Shares on the Stock Exchange:

- (a) publish all outstanding financial results required under the Listing Rules and address any audit qualifications;
- (b) clarify, address and take appropriate actions on the matters raised by KPMG in the 11 April Announcement;
- (c) demonstrate that the Company has put in place adequate financial reporting procedures and internal control systems to meet the obligations under the Listing Rules; and
- (d) inform the market of all material information for the shareholders and the investors to appraise the Company’s position.

The Stock Exchange may modify the above Resumption Conditions and/or impose further conditions if the situation changes.

The Company will use its best endeavours to satisfy the Resumption Conditions and make further announcement(s) of any material development on the above matter as and when appropriate.

#### **CONTINUED SUSPENSION OF TRADING**

At the request of the Company, trading in the Shares on the Stock Exchange has been suspended with effect from 9:00 a.m. on 1 September 2016 and will remain suspended until further notice.

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

By order of the Board of  
**Fuginiao Co., Ltd.**  
**Lam Wo Ping**  
*Chairman*

Hong Kong, 18 May 2017

*As at the date of this announcement, the executive Directors are Mr. Lam Wo Ping, Mr. Lam Wing Ho, Mr. Lam Wo Sze, Mr. Lam Kwok Keung and Mr. Hong Huihuang; and the independent non-executive Directors are Mr. Wang Zhiqiang, Ms. Long Xiaoning, Ms. Chan Wah Man, Carman and Mr. Cheung Ming Hung.*