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TAYANG 大洋

TA YANG GROUP HOLDINGS LIMITED

大洋集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1991)

INSIDE INFORMATION

(1) DELAY IN PUBLICATION OF ANNUAL RESULTS ANNOUNCEMENT FOR THE YEAR ENDED 31 DECEMBER 2023; (2) POSTPONEMENT OF BOARD MEETING; AND (3) SUSPENSION OF TRADING

This announcement is issued by Ta Yang Group Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09(2) and Rule 13.49(3)(i) of the Rules Governing the Listing of the Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the inside information provision (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

Reference is made to the announcement of the Company dated 15 March 2024, in relation to the meeting of the board (the “**Board**”) of directors (the “**Director(s)**”) of the Company originally scheduled to be held on Thursday, 28 March 2024 for the purpose of, *inter alia*, considering and approving the annual results of the Group for the year ended 31 December 2023 (the “**2023 Annual Results**”) and its publication.

DELAY IN PUBLICATION OF THE 2023 ANNUAL RESULTS

Pursuant to Rule 13.49(1) of the Listing Rules, the Company is required to publish an announcement for the 2023 Annual Results on a date not later than three months after the end of the financial year of the Company, namely, on or before 31 March 2024. Under Rule 13.49(2) of the Listing Rules, the preliminary announcement in relation to the 2023 Annual Results shall be based on the Company’s financial statements for the financial year ended 31 December 2023 (“**FY 2023**”), which shall be agreed with the auditors of the Company (the “**Auditor**”). The Board hereby informs the shareholders of the Company that the Company is unable to publish the 2023 Annual Results on or before 31 March 2024 in accordance with Rules 13.49(1) and 13.49(2) of the Listing Rules. The Board wishes to

announce that the publication of the announcement in relation to the 2023 Annual Results will be delayed due to the fact that certain information and documents from a newly acquired subsidiary, including the audit confirmations, valuation reports and other financial information, remains outstanding. Hence, additional time is required for the Company to prepare the 2023 Annual Results. The Company is working closely with the Auditor to provide all the requisite information and documents for the Auditor to complete the audit procedures as soon as practicable. It is expected that the 2023 Annual Results will be published upon completion of the audit process after the 2023 Annual Results have been finalised and agreed by the Auditor as soon as practicable, by the end of April 2024.

Further announcement(s) will be made by the Company to inform the shareholders and potential investors of the Company the 2023 Annual Results as and when appropriate.

Rule 13.49(3) of the Listing Rules provides that where an issuer is unable to issue its preliminary results, it must announce its results based on the financial results which have yet to be agreed with the Auditor (so far as the information is available). Based on the above, after due and careful consideration, the Board is of the view that it would not be appropriate for the Company to publish the unaudited management accounts of the Group for the year ended 31 December 2023 (the “**2023 Unaudited Management Accounts**”) at this stage as they may not accurately reflect the financial performance and position of the Group and the publication of the 2023 Unaudited Management Accounts might cause confusion and be misleading to the shareholders and potential investors of the Company.

POSTPONEMENT OF BOARD MEETING

The Board wishes to emphasize that the operation of the Group remains normal. However, as explained above, since the audit process has been delayed, the meeting of the Board originally scheduled to be held on 28 March 2024 for the purposes of, *inter alia*, considering and approving the 2023 Annual Results and its publication, will be postponed to another date to be fixed and announced by the Board.

SUSPENSION OF TRADING

Pursuant to Rules 13.50 of the Listing Rules, if the issuer fails to release regular financial information in accordance with the Listing Rules, The Stock Exchange of Hong Kong Limited will usually request a suspension of trading in the issuer’s securities, and the suspension will usually continue until the issuer publishes an announcement containing the necessary financial information. Therefore, trading in the shares of the Company is currently expected to be suspended with effect from 9:00 a.m. on 2 April 2024, pending the publication of the 2023 Annual Results.

Save as disclosed above, as at the date of this announcement, no audit issue has been raised by the Auditor and no inside information is required to be disclosed pursuant to the Listing Rules.

Shareholders and potential investors of the Company are advised to exercise due caution when dealing in the securities of the Company. When in doubt, Shareholders and potential investors of the Company are advised to seek advice from professional or financial advisers.

By order of the Board
Ta Yang Group Holdings Limited
Shi Qi
Chairlady

Hong Kong, 28 March 2024

As at the date of this announcement, the Board comprises three executive Directors, namely Ms. Shi Qi, Mr. Li Jiu-hua and Mr. Gao Feng; three non-executive Directors, namely, Mr. Chan Tsun Hong Philip, Mr. Gu Shixiang and Mr. Han Lei; and four independent non-executive Directors, namely Mr. Chan Siu Tat, Mr. Hu Jiangbing, Ms. Wang Lina and Mr. Zheng Changxing.