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復興亞洲絲路集團有限公司 RENAISSANCE ASIA SILK ROAD GROUP LIMITED

(incorporated in the Cayman Islands with limited liability)

(Stock code: 274)

CLARIFICATION ANNOUNCEMENT TO (1) 2024 ANNUAL REPORT; (2) RESIGNATION OF AN EXECUTIVE DIRECTOR; CHANGE OF AUTHORISED REPRESENTATIVES; AND CHANGE IN COMPOSITION OF THE NOMINATION COMMITTEE; AND (3) INTERIM RESULTS ANNOUNCEMENT FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2024

2024 Annual report

Reference is made to the Company's 2024 Annual Report dated 26 July 2024. The Board of Directors would like to provide further information regarding the Company equity fund raising activities in the past 12 months immediately before the fifteen months financial period ended 31 March 2024 as follows:

Date of announcement	Fund raising activities	Net proceeds	Intended use of proceeds	Actual use of proceeds
1 June 2023	Issue of new shares under the general mandate	HK\$24.7 million	Acquisition of 51% equity interest in the target company set out in the announcement of the Company dated 24 May 2023 and general working capital of the Company	Acquisition of 51% equity interest in the target company set out in the announcement of the Company dated 24 May 2023 and general working capital of the Company
18 July 2023	Issue of new shares and convertible bonds under the general mandate	HK\$34.9 million	General working capital of the Company	General working capital of the Company
30 January 2024	Issue of new shares under the general mandate	HK\$22.2 million	Settlement of professional fees, repaying outstanding loans, working capital for the operation of Gold Mine	Settlement of professional fees, repaying outstanding loans, working capital for the operation of Gold Mine

Save as disclosed above, the Company has not conducted any equity fund-raising activities in the past 12 months immediately preceding the fifteen months financial period ended 31 March 2024.

Resignation of an Executive Director; change of Authorised Representatives; And change in composition of the Nomination Committee

Reference is made to the announcement (the “Director Resignation Announcement”) relation to (i) resignation of an executive Director; (ii) change of Authorised Representatives; and (iii) change in composition of the Nomination Committee dated 27 November 2024. The Board wishes to clarify that due to inadvertent clerical errors, certain information in the Announcement was mistakenly stated.

The Board likes to clarify that the name of the Director Pan Feng was misspelt as Peng Feng. There were no effects in the Chinese version announcement.

Interim Results Announcement For The Six Months Ended 30 September 2024

Reference is made to the Company’s announcement dated 5 November 2024 (the “Announcement”) regarding possible delay in publication of the interim results for the six months ended 30 September 2024 and interim results announcement for the six months ended 30 September 2024.

It was mentioned in the Announcement that the Company has difficulty in accessing the management accounts or books and records of the newly acquired 51% owned subsidiary, Huadian Xinya Mining Co., Ltd.* (樺甸市新亞礦業有限公司) (the “Target Company”) as the Company failed to pay the remaining considerations of of RMB32 million to the vendor (the “Vendor”) Huadian Huafeng Mining Co., Ltd.* (樺甸市華豐礦業有限責任公司).

The Board supplemented that the delay in payment was mainly due to the time required for a more in depth exploration of the mining rights to ascertain the gold reserves is no less than the valuation report. The Board has come into consensus with the Vendor in the commitment to preparation of interim financial statements on time with the in accordance with Rule 13.49(6) of the Listing Rules so as to protect both the Company’s shareholders and the Vendor. Accordingly, the Company managed to announce its interim results for the six months ended 30 September 2024 on 1 December 2024.

By order of the Board
Renaissance Asia Silk Road Group Limited
Wang Yajuan
Executive Director

Hong Kong, 3 December 2024

As at the date of this announcement, the Board comprises following Directors:

Executive directors:
Ms. Wang Yajuan

Non-executive directors:
Mr. Xu Huiqiang
Feng Xiaogang

Independent non-executive directors:
Mr. Yang Jingang
Mr. Zhang Zhen
Mr. Ng Tat Fung

* For identification purpose only