

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.



CHINA SHUN KE LONG HOLDINGS LIMITED

中國順客隆控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 974)

**UPDATE ON DIRECTORS' INFORMATION
PURSUANT TO RULES 13.51(2) AND 13.51B(2)
OF THE LISTING RULES**

This announcement is made by China Shun Ke Long Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rules 13.51(2) and 13.51B(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), in relation to the change of particulars of Mr. Shang Duoxu (“**Mr. Shang**”), Mr. Han Wei (“**Mr. Han**”) and Ms. Wang Hui (“**Ms. Wang**”), the chairman and an executive director, an executive director and a non-executive director of the Company respectively.

The board of directors of the Company (the “**Board**”) has been informed that (i) CCOOP Group Co., Ltd* (供銷大集集團股份有限公司) (“**CCOOP**”), the controlling shareholder of the Company whose shares are currently listed on the Shenzhen Stock Exchange, received an Advance Notice of Administrative Penalties (Chu Fa Zi [2022] No. 127) (《行政處罰事先告知書》(處罰字[2022]127號)) from the China Securities Regulatory Commission (中國證券監督管理委員會) (the “**CSRC**”) on 23 August 2022 (the “**CCOOP Advance Notice**”) and (ii) Hainan Airport Infrastructure Co., Ltd* (海南機場設施股份有限公司) (“**Hainan Airport**”), whose shares are currently listed on the Shanghai Stock Exchange, received an Advance Notice of Administrative Penalties (Chu Fa Zi [2022] No. 128) (《行政處罰事先告知書》(處罰字[2022]128號)) from the CSRC on 24 August 2022 (the “**Hainan Airport Advance Notice**”).

The main contents of the CCOOP Advance Notice are as follow:–

1. Failure to disclose CCOOP’s non-operating related party transactions as required

In 2019 and 2020, the amounts of non-operating related party transactions of CCOOP were RMB9.7 billion and RMB10,017 million, representing 31.81% and 38.75% of its audited net asset value as at 31 December 2019 and 2020 respectively. For the first half of 2021, non-operating related party transactions of CCOOP amounted to RMB311 million, representing 1.21% of its audited net assets value as at 31 December 2020.

CCOOP did not make timely disclosure of the above non-operating related party transactions in accordance with the Securities Law of the People's Republic of China (《中華人民共和國證券法》) (the “**Securities Law**”) and Administrative Measures for the Disclosure of Information of Listed Companies (Order No.40 of CSRC) (《上市公司信息披露管理辦法》(證監會令第40號)) (the “**Information Disclosure Administrative Measures**”). In addition, CCOOP did not disclose the above non-operating related party transactions in its 2019 annual report and 2020 semi-annual report in accordance with the Securities Law, the Standards for the Contents and Formats of Information Disclosure by Companies Offering Securities to the Public No. 2 – Contents and Formats of Annual Reports (Announcement No.17 [2017] of the CSRC) (《公開發行證券的公司信息披露內容與格式準則第2號—年度報告的內容與格式》(證監會公告[2017]17號)) (the “**Annual Report Standard**”) and the Standards for the Contents and Formats of Information Disclosure by Companies Offering Securities to the Public No. 3 – Contents and Formats of Semi-Annual Reports (Announcement No.18 [2017] of the CSRC) (《公開發行證券的公司信息披露內容與格式準則第3號—半年度報告的內容與格式》(證監會公告[2017]18號)) (the “**Semi-Annual Report Standard**”).

2. Failure to disclose provisions of guarantees by CCOOP for its related parties as required

In 2017 to 2019, the amounts of guarantees provided by CCOOP for its related parties were RMB4,400 million, RMB2,400 million and RMB4,578 million, representing 14.07%, 7.54% and 15.01% of its audited net asset values as at 31 December 2017 to 2019 respectively. For the first half of 2020, the amount of guarantees provided by CCOOP for its related parties was RMB350 million, representing 1.15% of its audited net asset value as at 31 December 2019.

CCOOP did not make timely disclosure of the above provisions of guarantees for its related parties in accordance with the Securities Law and the Information Disclosure Administrative Measures. In addition, CCOOP did not disclose the above provisions of guarantees in its 2017-2019 semi-annual and annual reports and 2020 semi-annual report in accordance with the Securities Law, the Annual Report Standard and the Semi-Annual Report Standard.

Taking into account the role, degree of knowledge, attitude, position, specific duties and performance of duties, professional background, etc. of Mr. Han and Ms. Wang when the information disclosure violation acts were committed, the CSRC proposed to issue a warning and impose a fine of RMB700,000 against Mr. Han and Ms. Wang respectively. The CSRC was of the view that Mr. Han as the president, chief financial officer and director and Ms. Wang as the supervisor, chairman of board of supervisors and chief financial officer of CCOOP were aware of and participated in the above transactions and were the persons directly responsible for the relevant annual and interim reports.

The main contents of the Hainan Airport Advance Notice are as follow:

1. Failure to disclose Hainan Airport’s non-operating related party transactions as required

In 2018 to 2020, the amounts of non-operating related party transactions of Hainan Airport were RMB3,676 million, RMB5,644 million and RMB16,536 million, representing 8.68%, 15.35% and 58.99% of its latest audited net asset value respectively.

Hainan Airport did not make timely disclosure of the above non-operating related party transactions in accordance with the Securities Law, the Information Disclosure Administrative Measures and the Rules Governing the Listing of Stocks on the Shanghai Stock Exchange (《上海證券交易所股票上市規則》) (the “SSE Listing Rules”).

In addition, Hainan Airport did not disclose the following non-operating related party transactions and funds appropriated by related parties in the relevant semi-annual and annual reports in accordance with the Securities Law, the Annual Report Standard and the Semi-Annual Report Standard:

	Amount of non-operating related party transactions (proportion to the reported net assets value of the relevant period)	Amount of funds appropriated by related parties as at the reporting date
2018 semi-annual report	RMB741 million (1.69%)	RMB1,258 million
2018 annual report	RMB1,501 million (4.08%)	RMB2,012 million
2019 semi-annual report	RMB4,393 million (11.96%)	RMB2,110 million
2019 annual report	RMB2,054 million (7.33%)	RMB2,148 million
2020 semi-annual report	RMB11,575 million (39.66%)	RMB6,100 million

2. Failure to disclose provisions of guarantees by Hainan Airport for its related parties as required

In 2018 and 2019, Hainan Airport provided 31 and 8 guarantees of RMB14,814 million and RMB3,696 million for its related parties, representing 34.97% and 10.05% of its latest audited net assets value respectively. 13 and 2 guarantees provided in 2018 and 2019 respectively were first disclosed on 30 January 2021. In March 2020, Hainan Airport provided a guarantee of RMB106 million for its related party, representing 0.38% of its latest audited net assets value. To conclude, Hainan Airport did not disclose 40 guarantees with an aggregate amount of RMB18,616 million provided for its related parties in 2018 to 2020 in a timely manner, resulting in violation of the Securities Law, the SSE Listing Rules, the Information Disclosure Administrative Measures and the Circular on Regulating the External Guaranties Provided by Listed Companies (Announcement No.120 [2005] of the CSRC and China Banking Regulatory Commission) (《關於規範上市公司對外擔保行為的通知》(證監發[2005] 120號)).

In addition, Hainan Airport did not disclose the following provisions of guarantees in the relevant semi-annual and annual reports in accordance with the Securities Law, the Annual Report Standard and the Semi-Annual Report Standard:

	Number of guarantees provided by Hainan Airport for its related parties	Total amount of guarantees provided by Hainan Airport for its related parties (proportion to the reported net assets value of the relevant period)
2018 semi-annual report	30	RMB19,040 million (43.43%)
2018 annual report	27	RMB14,342 million (39%)
2019 semi-annual report	32	RMB15,635 million (42.57%)
2019 annual report	28	RMB14,929 million (53.26%)
2020 semi-annual report	33	RMB15,261 million (52.28%)

Mr. Shang as the chief financial officer and director of Hainan Airport was directly instructed by the related parties to be responsible for the fund transfers of Hainan Airport and participated in the approval of more than 30 guarantees. He, nonetheless, approved the 2018 annual report and 2019 semi-annual report. The CSRC was of the view that Mr. Shang failed to exercise due diligence during his term of office, and was the person directly responsible for the above information disclosure violations. Based on the facts, nature, circumstance of the illegal acts of the parties and the degree of damage caused by them to the society and pursuant to the provisions of the Securities Law, the CSRC proposed to issue a warning and impose a fine of RMB200,000 against Mr. Shang.

Mr. Han, Ms. Wang and Mr. Shang are entitled to make representations, defend and demand for hearing against the administrative penalties proposed by the CSRC. The cases, arguments and evidences raised by him/her, if tenable after the review by the CSRC, will be accepted by the CSRC. If he/she waives the rights of making representations, defending and demanding for hearing, the CSRC will impose official administrative penalties based on the aforesaid cases, arguments and evidences.

For further details about the CCOOP Advance Notice and the Hainan Airport Advance Notice, please refer to the announcements dated 24 August 2022 and 25 August 2022 made by CCOOP and Hainan Airport available on the website of the Shenzhen Stock Exchange (<http://www.szse.cn>) and the Shanghai Stock Exchange (<http://www.sse.com.cn>) respectively.

Save as disclosed above and to the best knowledge, information and belief of the Board, the administrative penalties proposed by the CSRC do not relate to any directors and the management of the Group.

Save as disclosed in this announcement, each of Mr. Han, Ms. Wang and Mr. Shang has confirmed that, insofar as Rule 13.51(2) of the Listing Rules is concerned, there is no other matter which needs to be brought to the attention of the shareholders of the Company. If there are further updates, the Company will provide the information in accordance with the Listing Rules requirements.

By Order of the Board
China Shun Ke Long Holdings Limited
Shang Duoxu
Chairman and Executive Director

Hong Kong, 26 August 2022

As at the date of this announcement, the executive directors are Mr. Shang Duoxu and Mr. Han Wei; the non-executive director is Ms. Wang Hui and the independent non-executive directors are Mr. Cheng Hok Kai Frederick, Mr. Wang Yilin and Mr. Zou Pingxue.

* *For identification purpose only*