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Bonjour Holdings Limited

卓悦控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 653)

(1) RESUMPTION GUIDANCE; AND (2) QUARTERLY UPDATE ON STATUS OF RESUMPTION

This announcement is made by Bonjour Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 and Rule 13.24A of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

References are made to (i) the announcement of the Company dated 21 March 2022 in relation to, among other things, the publication of the unaudited annual results of the Group for the year ended 31 December 2021; (ii) the announcement of the Company dated 31 March 2022 in relation to the unaudited annual results of the Group for the year ended 31 December 2021; (iii) the announcements of the Company dated 26 April 2022, 28 April 2022, 2 May 2022 in relation to the change of dates of the meeting of the board of directors of the Company (the “**Board**”) for the purposes of, among other things, considering and approving the audited annual results of the Group for the year ended 31 December 2021 (the “**Audited Results**”) and its publication; (iv) the announcements of the Company dated 12 May 2022, 18 May 2022, 27 May 2022, 1 June 2022 and 12 June 2022 in relation to the further delay in publication of the Audited Results and the Company’s annual report for the year ended 31 December 2021 (the “**Annual Report**”); (v) the announcement of the Company dated 16 June 2022 in relation to the suspension of trading in the shares of the Company; (vi) the announcements of the Company dated 10 June 2022 and 20 June 2022 in relation to the change of auditor; and (vii) the announcement of the Company dated 26 August 2022 in relation to, among other things, the further delay in publication of the Audited Results and the Annual Report, further postponement of the board meeting, delay in publication of the interim results of the Group for the six months ended 30 June 2022 (the “**Interim Results**”) and the continued suspension of trading in the shares of the Company (collectively, the “**Announcements**”). Capitalised terms used herein shall have the same meanings as those defined in the Announcements unless otherwise stated herein.

RESUMPTION GUIDANCE

On 15 September 2022, the Company received a letter from the Stock Exchange setting out the following guidance (the “**Resumption Guidance**”) for the resumption of trading in the shares of the Company:

- (i) publish all outstanding financial results required under the Listing Rules and address any audit modifications;
- (ii) demonstrate the Company’s compliance with Rule 13.24 of the Listing Rules; and
- (iii) inform the market of all material information for the Company’s shareholders and other investors to appraise the Company’s position.

The Stock Exchange has stated that the Company must remedy the issues causing its trading suspension and fully comply with the Listing Rules to the Stock Exchange’s satisfaction before trading in its securities is allowed to resume and, 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.

Under Rule 6.01A(1) of the Listing Rules, the Stock Exchange may cancel the listing of any securities that have been suspended from trading for a continuous period of 18 months. In the case of the Company, the 18-month period expires on 15 December 2023. If the Company fails to remedy the issue(s) causing its trading suspension, fulfill the resumption guidance and fully comply with the Listing Rules to the Stock Exchange’s satisfaction and resume trading in its shares by 15 December 2023, the Listing Division of the Stock Exchange will recommend the Listing Committee to proceed with the cancellation of the Company’s listing. Under Rules 6.01 and 6.10 of the Listing Rules, the Stock Exchange also has the right to impose a shorter specific remedial period, where appropriate.

QUARTERLY UPDATE ON STATUS OF RESUMPTION

The Board would like to provide the shareholders and potential investors of the Company with the following updates on the latest resumption progress as at the date of this announcement.

The Group is principally engaged in the retail and wholesale of brand name beauty, health and lifestyle products in Hong Kong, Macau and internationally. Since the suspension of trading in the Shares on 16 June 2022 and up to the date of this announcement, the business operations of the Group have been operating as usual in all material respects.

The Board wishes to update the Shareholders and potential investors of the Company that the annual audit work of the Group is still in progress. In particular, the Company has been using its best endeavor to liaise with the relevant parties and gather the information required for the relevant audit work. Furthermore, the Company has been working closely with the Company’s auditor for the completion of its audit work. Based on the latest audit progress, it is expected that the Audited Results and the Interim Results will be published on 30 September 2022. The Company will publish further announcement(s) to inform the shareholders of the progress of the publication of the Audited Results, the Annual Report and the Interim Results as and when appropriate.

In order to satisfy the requirements under the Resumption Guidance, the Company will continue to work with its professional advisors and auditor to advance the resumption progress and will make further announcement(s) in relation to its business operations and the status of resumption as and when appropriate to keep the Company's shareholders and potential investors informed. The Company will continue to make its best efforts to fulfill the Resumption Guidance, fully comply with the Listing Rules to the Stock Exchange's satisfaction and will seek to resume trading of shares as soon as possible.

CONTINUED SUSPENSION OF TRADING

At the request of the Company, trading in shares of the Company on the Stock Exchange has been suspended with effect from 1:00 p.m. on 16 June 2022 and will remain suspended until the Company fulfills the Resumption Guidance.

The Company will keep its Shareholders and potential investors informed of the latest progress as and when appropriate and will announce quarterly updates on its development pursuant to the relevant Listing Rules.

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

By Order of the Board
Bonjour Holdings Limited
Chen Jianwen
Chairman and Executive Director

Hong Kong, 19 September 2022

As at the date of this announcement, the board of Directors comprised Mr. Chen Jianwen, Mr. Wan Yim Keung, Daniel and Ms. Chiu Lai Kuen, Susanna as executive Directors; Mr. Kwok Chi Shing, Mr. Lee Kwun Kwan and Mr. Yan Sherman Chuek-ning as independent non-executive Directors.