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CHINA HUIYUAN JUICE GROUP LIMITED

中國滙源果汁集團有限公司*

(Incorporated in the Cayman Islands with Limited Liability)

(Stock Code: 1886)

(1) RESUMPTION CONDITIONS

(2) ESTABLISHMENT OF INDEPENDENT BOARD COMMITTEE AND APPOINTMENT OF INDEPENDENT FORENSIC ACCOUNTANT AND INTERNAL CONTROL CONSULTANT

This announcement is made by the board (the “**Board**”) of directors (the “**Directors**”) of China Huiyuan Juice Group 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 (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the provisions of inside information under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong).

Reference is made to the announcements of the Company dated 29 March 2018, 3 April 2018, 19 April 2018, 30 April 2018 and 31 May 2018 in relation to the provision of financial assistance by the Company as a major and connected transaction, the delay in publication of the Company’s annual results for the year ended 31 December 2017 and the suspension of trading in its shares on the Stock Exchange (the “**Announcements**”). Unless otherwise stated, capitalised terms used but not otherwise defined herein shall have the same meaning as that ascribed to them in the Announcements.

RESUMPTION CONDITIONS

On 4 June 2018, the Company received a letter from the Stock Exchange, in which the Stock Exchange has imposed the following trading resumption conditions (the “**Resumption Conditions**”) on the Company:

- (i) conduct a forensic investigation into the Relevant Loans, announce the findings and take appropriate remedial actions;

- (ii) conduct an independent internal control review and demonstrate that the Company has put in place adequate internal control systems;
- (iii) demonstrate that there is no reasonable regulatory concern about management integrity;
- (iv) publish all outstanding financial results and address any audit modifications; and
- (v) inform the market of all material information of the Company.

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

ESTABLISHMENT OF INDEPENDENT BOARD COMMITTEE AND APPOINTMENT OF INDEPENDENT FORENSIC ACCOUNTANT AND INTERNAL CONTROL CONSULTANT

In connection with the Resumption Conditions, the Board has established an independent board committee (the “**IBC**”) comprising its independent non-executive Directors for the purpose of investigating, among others, the matters relating to the Relevant Loans and the Company’s internal control systems, and for the IBC to have the power and authority to engage, among others, a professional forensic accountant and internal control consultant for and on behalf of the Company to assist the IBC in its investigation.

Pursuant to the powers granted by the Board, the IBC has appointed through its legal advisor (i) Grant Thornton Advisory Services Limited as the independent forensic accountant to conduct an independent investigation of the matters relating to the Relevant Loans (the “**Independent Investigation**”), and (ii) Baker Tilly Hong Kong Risk Assurance Limited as an independent internal control consultant to conduct a review of the Company’s internal control systems (“**Independent Internal Control Review**”).

The Company wishes to re-iterate that, as set out in the Company’s announcement dated 29 March 2018, all the Relevant Loans (including interests accrued) had been repaid by Beijing Huiyuan Beverage in full, and the loan arrangement under the Loan Agreement had been terminated. As at the date of this announcement, the production and operation of the Group remain normal.

The Company will issue further announcement(s) as and when appropriate to update Shareholders and potential investors of the Company of the progress of its fulfilment of the Resumption Conditions, including that of the Independent Investigation and the Independent Internal Control Review.

CONTINUAL SUSPENSION OF TRADING

At the request of the Company, trading in the Shares and debt securities of the Company on the Stock Exchange has been halted since 9:00 a.m. on 3 April 2018 (and automatically converted to suspension thereafter) and will remain suspended until further notice.

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

By Order of the Board
China Huiyuan Juice Group Limited
Zhu Xinli
Chairman

Beijing, 11 June 2018

As at the date of this announcement, the directors of the Company are Mr. ZHU Xinli, Ms. ZHU Shengqin, Mr. CUI Xianguo and Ms. JU Xinyan as executive directors, Mr. Andrew Y. Yan and Mr. HUI Ching Lau as non-executive directors, Ms. ZHAO Yali, Mr. SONG Quanhou, Mr. LEUNG Man Kit and Mr. WANG Wei as independent non-executive directors.

* *For identification purposes only*