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# **NOVA Group Holdings Limited**

## **諾發集團控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock code: 1360)**

### **ADDITIONAL RESUMPTION GUIDANCE AND CONTINUED SUSPENSION OF TRADING**

This announcement is made by NOVA Group Holdings Limited (the “**Company**”) pursuant to Rule 13.09(2)(a) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Inside Information Provisions (as defined in 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 19 December 2023 in relation to, among others, the resumption guidance (the “**Announcement**”) and (ii) the announcement of the Company dated 2 January 2024 and 2 April 2024 in relation to, among others, the quarterly update on resumption progress. Terms used in this announcement shall have the same respective meanings as those defined in the Announcement unless otherwise stated.

#### **ADDITIONAL RESUMPTION GUIDANCE**

Further to the resumption guidance provided by the Stock Exchange on 19 December 2023 as set out in the Announcement (the “**Initial Resumption Guidance**”) and the additional resumption guidance provided by the Stock Exchange on 2 April 2024 as set out in the Announcement (the “**Additional Resumption Guidance**”), the Company received a letter from the Stock Exchange on 10 February 2025, pursuant to which the Stock Exchange provided additional resumption guidance (see paragraphs (f) below) (together with the Initial Resumption Guidance and Additional Resumption Guidance, the “**Resumption Guidance**”) to the Company. Details of the Resumption Guidance, are as follows:

- (a) address the issues giving rise to the Disclaimer of Opinion, provide comfort that the Disclaimer of Opinion would no longer be required and disclose sufficient information to enable investors to make an informed assessment of its financial position as required under Rule 13.50A of the Listing Rules;
- (b) conduct an independent internal control review and demonstrate that the Company has in place adequate internal controls and procedures to meet its obligations under the Listing Rules;

- (c) inform the market of all material information for the Company's shareholders and investors to appraise the Company's position;
- (d) demonstrate the Company's compliance with Rule 13.24 of the Listing Rules; and
- (e) re-comply with Rule 13.92 of the Listing Rules;
- (f) publish all outstanding financial results required under the Listing Rules and address any audit modifications.

The Stock Exchange further stated that it may modify the Resumption Guidance and/or give further guidance if the Company's situation changes.

The Company is currently taking appropriate steps to comply with the Resumption Guidance and will seek to resume trading of its shares as soon as possible. Further announcement(s) will be made by the Company as and when appropriate and in accordance with the requirements of the Listing Rules to keep its shareholders and potential investors informed of the latest progress in complying with the Resumption Guidance.

#### **CONTINUED SUSPENSION OF TRADING**

At the request of the Company, trading in the shares of the Company on the Stock Exchange has been suspended with effect from 9:00 a.m. on 3 October 2023 and will continue to be suspended until further notice.

**Shareholders of the Company and potential investors should exercise caution when dealing in the Company's shares.**

By Order of the Board  
**NOVA Group Holdings Limited**  
**Woo Lan Ying**  
*Chairman and Executive Director*

Hong Kong, 11 February 2025

*As at the date of this announcement, the board of Directors comprises Ms. Woo Lan Ying, Mr. Deng Zhonglin and Mr. Wong Ka Shing as executive Directors; and Mr. Tsang Wing Ki, Dr. Wong Kong Tin, JP and Mr. To Chun Wai as independent non-executive Directors.*