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TIANYUN INTERNATIONAL HOLDINGS LIMITED

天韵國際控股有限公司

(Incorporated in the British Virgin Islands with limited liability)

(Stock Code: 6836)

PROFIT WARNING

This announcement is made by Tianyun International Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09(2)(a) 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).

The board of directors (the “**Board**”) of the Company wishes to inform the shareholders of the Company and potential investors that, based on the preliminary review of the unaudited consolidated management accounts of the Group for the year ended 31 December 2021 (the “**Reporting Period**”) and other information available to the Board, it is expected that despite the fact that the revenue and gross profit for the Reporting Period would increase by approximately 27.1% and 25.4% respectively as compared with that of the corresponding period in 2020, the Group would incur a net loss of not more than RMB5 million for the year ended 31 December 2021 (2020: net profit of approximately RMB149.1 million). The substantial decrease was primarily due to the one-time losses of approximately RMB179 million in connection with the deconsolidation of certain subsidiaries (“**Deconsolidation**”). Details of the Deconsolidation are disclosed in a separate announcement of the Company published on the same date as this announcement.

Despite the expected net loss during the Reporting Period, the Board believes that the Group has solid fundamentals, with a healthy balance sheet and stable cash flows. The recovery of the overall sales of the Group has been continuously improving.

The Company will commit itself to create values for shareholders in a long-term and sustainable manner.

The information contained in this announcement is only based on the preliminary assessment by the Board of the Company of the unaudited consolidated management accounts of the Group for the Reporting Period. The Company is in the process of finalising the results of the Group for the Reporting Period. Actual financial results of the Group may be different from what is disclosed in this announcement. Shareholders and potential investors of the Company are advised to read carefully the announcement of the Company in relation to the results of the Group for the Reporting Period.

CONTINUED TRADING SUSPENSION OF THE SHARES OF THE COMPANY

Trading in the shares in the Company on the Stock Exchange has been suspended with effect from 9:00 am on 1 April 2022 as required under Rule 13.50 of the Listing Rules 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
Tianyun International Holdings Limited
Yang Ziyuan
Chairman and Executive Director

Hong Kong, 10 August 2022

As at the date of this announcement, the Board comprises (i) Mr. Yang Ziyuan, Mr. Sun Xingyu and Mr. Yeung Wan Yiu as the executive Directors; (ii) Ms. Chu Yinghong and Mr. Wong Yim Pan as the non-executive Directors; and (iii) Mr. Liang Zhongkang, Mr. Shiu Shu Ming and Prof. Ye Xingqian as the independent non-executive Directors.