



**27 April 2018**  
**ASX Announcement**

### **COMPANY UPDATE**

ORH Limited ("ORH" or the "Company") (ASX:ORH) together with its subsidiaries (the "Group") is pleased to provide an update of its operations, strategic funding, financial reports and approach to re-instatement on ASX.

#### Operational Update

As previously reported, the Group's product lines have been expanded to include concrete mixer trucks, skip lifters, rear loaders and front loaders, which have all been designed and built in-house. This has enabled the business to diversify from being predominantly mining industry focused, to also include the waste management, transport and construction industries. Penetration into the waste management industry continues to be strong, with more than 40 trucks sold in the last 12 months with ORH waste bodies. In addition, the Company has established a substantial bin refurbishment business, which has generated revenues from leading waste management companies.

During the first nine months of the financial year, the Company manufactured and sold more than 70 truck bodies. The two operating subsidiaries have reported a positive unaudited EBITDA for the first quarter in 2018, resulting from its trading operations, for the first time since 2014.

The Company has also been involved negotiations with various local and international companies for the distribution of their products in Australia.

#### Strategic Funding Update

In June 2016 the Company announced negotiation of strategic funding with HEWUYUE Investment Limited (HEWUYUE), an investment company with approximately AUD600 million in businesses that specialize in areas such as logistics, manufacturing of new energy vehicles, vehicle parts, sales, services, financial services and new technologies in agriculture. HEWUYUE has an association with Beiben Trucks Group Co. Ltd, a manufacturer of commercial vehicles; encompassing research and development, manufacturing, sales and services.

HEWUYUE and ORH continue to work together on the strategic funding, which is anticipated to total AUD2.5 million.

Completion of the Proposed Investment will restructure the Group's net asset base, providing working capital, a new board and strategic business direction. The Proposed Investment is subject to shareholder approval where required, particularly in respect of a 51% ownership in the Company by HEWUYUE.

The main impediment to progression of the strategic funding has been as a result of funds being sourced from mainland China for outbound transactions. These transactions are subject to additional scrutiny and discretionary approval from China's State Administration of Foreign Exchange ("SAFE") or its local branches. Requirements for the transfer of funds include pre-registration of the provision of offshore loans, strict verification of business scale and loan scale and detail of the actual usage of loans. The Company has been advised by HEWUYUE that it has almost completed the SAFE process.



### Financial Reporting Update

The Company lodged its 30 June 2015 Annual Report on 19 January 2018.

Currently the Company has the following financial lodgments outstanding and has commenced a work program with its auditors to bring these up to date as soon as possible:

- 31 December 2015 Half-Year Report;
- 30 June 2016 Annual Report;
- 31 December 2016 Half-Year Report;
- 30 June 2017 Annual Report; and
- 31 December 2017 Half-Year Report

In addition, the Company has not held its Annual General Meetings for 2015, 2016 and 2017. As part of the process of finalizing all accounts, the Company is to hold all Annual General Meetings required under the Corporations Act.

### Re-Instatement of Company on ASX Update

Despite ORH's positive operational performance noted above, the Company continues to be working capital constrained and awaiting strategic funding to enable business expansion.

Receipt of funding and the lodgment of all outstanding financial information are requirements for re-listing ORH on ASX. The Company will look to be re-instated before September 2018.

Enquiries to:  
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## 企业更新公告

ORH 有限公司 ( “ORH” 或 “本公司” ) (ASX:ORH) 及其附属公司 ( “本集团” ) 很高兴更新其业务状况、战略投资和财务报告以及 ASX 恢复挂牌方案。

### 经营状况更新

至本集团 2016 年重组之后, ORH 致力于核心业务; 作为工业设备的领先制造商, 包括水车、服务卡车、自卸车、倾斜托盘卡车和一般拖车。本集团还力求扩大产品线, 增加混凝土搅拌机、升降机、后装载机和前装载机, 所有这些产品都是由公司内部设计和建造完成。使企业从主要以采矿业设备为主而变得更加自主多元化, 还包括了废物管理、运输和建筑行业设备。对废物管理行业的渗透力持续强劲, 在过去的 12 个月里, ORH 销售了超过 40 多辆废物处理卡车。此外, 公司已经建立了一个大型的垃圾箱翻新业务, 该项业务已经从领先的废物管理公司获得收入。

在财政年度的前九个月, 公司制造和销售了超过 70 多辆卡车车身。这两家运营的子公司在 2018 年第一季度的未经审计 EBITDA, 是在 2014 年后首次因为贸易业务收入出现了正数。

该公司目前与多家当地和国际公司进行谈判, 以在澳大利亚分销其产品。

### 战略投资更新

2016 年 6 月, 本公司宣布与和五岳投资集团有限公司进行战略融资协商, 和五岳投资公司已投资接近 6 亿澳元于物流、新能源汽车制造、汽车配件及销售、金融服务和农业新技术。和五岳与商业车辆制造商北奔重型汽车集团有紧密联系, 该集团是一个重型汽车研发、制造、销售和服务的汽车集团。

和五岳和 ORH 将继续在战略投资方面共同合作, 预计总额为 250 万澳元, 投资资金如下: (拟议投资)

完成该拟议投资将重组本集团的净资产基础, 提供流动资金, 组建新的董事会和执行新的业务战略方向, 该投资协议需要股东批准, 特别是和五岳集团将占有本集团 51% 的股权。

在战略资金的进展方面遇到的最大障碍是中国大陆对海外投资的管制。这些交易将受到中国国家外汇管理局 ( “SAFE” ) 或各地区分行的额外审查和酌情批准。资金转移包括提供离岸贷款的预注册, 业务规模和贷款规模的严格核查以及贷款实际使用情况。和五岳通知本集团其已几乎完成了 SAFE 的流程。

### 财务报表更新

本公司与 2018 年 1 月 19 日提交了 2015 财年截止 6 月 30 日的年报。

目前, 本公司的财务报表还有以前财务报表并未登记, 已开始与审计师执行工作方案, 尽快更新一下信息:



- 2015 年 12 月 31 日半年财务报表;
- 2016 年 6 月 30 日年度财务报表;
- 2016 年 12 月 31 日半年财务报表;
- 2017 年 6 月 30 日年度财务报表, 及
- 2017 年 12 月 31 日半年财务报表

此外, 本公司还没有召开 2015 年度, 2016 年度和 2017 年度股东大会。作为确认公司财务情况的一部分, 本公司将根据公司法规定召开所有年度股东大会。

#### 恢复 ASX 挂牌

尽管 ORH 目前业绩表现良好, 但本公司仍受限于营运资金, 并等待战略投资资金支持业务扩张。

收到战略投资及登记所有未登记的财务信息是恢复挂牌的要求。本公司期待将于 2018 年 9 月之前恢复挂牌。

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