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**Full Fortune International Co., Ltd**

**寶來國際有限公司**

*(Incorporated in the Republic of Seychelles  
as an international business company)*

**Kakiko Group Limited**

*(Incorporated in the Cayman Islands with limited liability)  
(Stock Code: 2225)*

**JOINT ANNOUNCEMENT  
DESPATCH OF THE COMPOSITE DOCUMENT RELATING TO  
UNCONDITIONAL MANDATORY CASH OFFER BY  
GUOTAI JUNAN SECURITIES (HONG KONG) LIMITED**



**GUOTAI JUNAN SECURITIES (HONG KONG) LIMITED**

**FOR AND ON BEHALF OF  
FULL FORTUNE INTERNATIONAL CO., LTD TO ACQUIRE  
ALL THE ISSUED SHARES OF KAKIKO GROUP LIMITED  
(OTHER THAN THOSE ALREADY OWNED OR AGREED  
TO BE ACQUIRED BY FULL FORTUNE INTERNATIONAL CO., LTD AND  
THE PARTIES ACTING IN CONCERT WITH IT)**

**Financial adviser to Full Fortune International Co., Ltd**



**GUOTAI JUNAN CAPITAL LIMITED**

**Independent Financial Adviser to the Independent Board Committee**



**ASTRUM CAPITAL MANAGEMENT LIMITED**

**INTRODUCTION**

References are made to (i) the announcement jointly issued by Kakiko Group Limited (the “**Company**”) and Full Fortune International Co., Ltd (the “**Offeror**”) dated 31 May 2019; (ii) the announcement jointly issued by the Offeror and the Company dated 21 June 2019 in relation

to the delay in despatch of the Composite Document; and (iii) the composite offer and response document jointly issued by the Company and the Offeror dated 28 June 2019 (the “**Composite Document**”), in relation to, among other matters, the Offer. Unless otherwise defined, capitalised terms used in this joint announcement shall have the same meanings as those defined in the Composite Document.

## **DESPATCH OF THE COMPOSITE DOCUMENT**

The Composite Document containing, among other things, (i) the expected timetable of the Offer; (ii) a letter from Guotai Junan Capital; (iii) a letter from the Board; (iv) a letter from the Independent Board Committee containing its recommendation to the Independent Shareholders in respect of the terms of the Offer and as to acceptance of the Offer; (v) a letter from the Independent Financial Adviser containing its advice and recommendation to the Independent Board Committee in respect of the terms of the Offer and as to acceptance of the Offer; and (vi) the terms and procedures for acceptance of the Offer, together with the Form of Acceptance, will be despatched to the Shareholders on 28 June 2019 in accordance with the Takeovers Code.

## **EXPECTED TIMETABLE OF THE OFFER**

Set out below is the expected timetable of the Offer as extracted from the Composite Document. The expected timetable set out below is indicative only and further announcement(s) by the Offeror and Company will be made in the event of any changes when appropriate. Unless otherwise specified, all time and date references contained in this joint announcement and in the Composite Document refer to Hong Kong time and dates.

<b>Event</b>	<b>Time &amp; Date</b>
Despatch date of the Composite Document and the Form of Acceptance ( <i>Note 1</i> ) . . . . .	Friday, 28 June 2019
Offer opens for acceptance ( <i>Note 1</i> ) . . . . .	Friday, 28 June 2019
Latest time and date for acceptance of the Offer ( <i>Notes 2 and 4</i> ) . . . . .	4:00 p.m. on Friday, 19 July 2019
Closing Date of the Offer ( <i>Notes 2 and 4</i> ) . . . . .	Friday, 19 July 2019
Announcement of the results of the Offer as at the Closing Date to be posted on the website of the Stock Exchange ( <i>Notes 2 and 4</i> ) . . . . .	No later than 7:00 p.m. on Friday, 19 July 2019
Latest date for posting of remittance for the amounts due under the Offer in respect of valid acceptances received under the Offer ( <i>Notes 3 and 4</i> ) . . . . .	Tuesday, 30 July 2019

*Note 1:* The Offer, which is unconditional in all respects, is made on the date of posting of this Composite Document, and are capable of acceptance on and from that date until 4:00 p.m. on the Closing Date.

Acceptances of the Offer shall be irrevocable and shall not be capable of being withdrawn, except in the circumstances set out in the section headed “4. Right of Withdrawal” in Appendix I to this Composite Document.

*Note 2:* In accordance with the Takeovers Code, the Offer must initially be opened for acceptance for at least 21 days following the date on which this Composite Document is posted. The latest time and date for acceptance of the Offer is 4:00 p.m. on Friday, 19 July 2019. An announcement will be jointly issued by the Company and the Offeror through the website of the Stock Exchange by 7:00 p.m. on Friday, 19 July 2019 stating whether the Offer has been extended, revised or expired. In the event that the Offeror decides to revise or extend the Offer and the announcement does not specify the next closing date, at least 14 days’ notice by way of an announcement will be given before the Offer is closed to those Independent Shareholders who have not accepted the Offer.

Beneficial owners of Shares who hold their Shares in CCASS directly as an investor participant or indirectly via a broker or custodian participant should note the timing requirements (set out in Appendix I to this Composite Document) for causing instructions to be made to CCASS in accordance with the General Rules of CCASS and CCASS Operational Procedures.

*Note 3:* Remittances in respect of the cash consideration (after deducting the seller’s ad valorem stamp duty in respect of acceptances of the Offer) payable for the Offer Shares tendered under the Offer will be despatched to the accepting Shareholder(s) by ordinary post at their own risk as soon as possible but in any event within seven (7) Business Days after the date of receipt by the Share Registrar of all the duly completed acceptance of the Offer and the relevant documents of title of the Offer Shares in respect of such acceptance to render the acceptance under the Offer complete and valid, in accordance with the Takeovers Code.

*Note 4:* If there is a tropical cyclone warning signal number 8 or above, or a black rainstorm warning:

- (a) in force in Hong Kong at any local time before 12:00 noon but no longer in force after 12:00 noon on the latest date for acceptance of the Offer, the latest time for acceptance of the Offer and the posting of remittances will remain at 4:00 p.m. on the same Business Day;
- (b) in force in Hong Kong at any local time between 12:00 noon and 4:00 p.m. on the latest date for acceptance of the Offer, the latest time for acceptance of the Offer will be rescheduled to 4:00 p.m. on the following Business Day which does not have either of those warnings in force at any time between 9:00 a.m. and 4:00 p.m.

Save as mentioned above, if the latest time for the acceptance of the Offer and the posting of remittances do not take effect on the date and time as stated above, the other dates mentioned above may be affected. The Offeror and the Company will notify the Shareholders by way of announcement(s) on any change to the expected timetable as soon as practicable.

**WARNING:**

**The Offer is unconditional in all respects. Independent Shareholders are encouraged to read the Composite Document and the Form of Acceptance carefully, including the letter from the Independent Board Committee and the letter from the Independent Financial Adviser before deciding whether or not to accept the Offer.**

**Persons who are in doubt as to the action to be taken should consult their licensed securities dealers or registered institutions in securities, bank managers, solicitors, professional accountants or other professional adviser.**

**Shareholders and potential investors in the Company are reminded to monitor the announcements to be made by the Company or jointly by the Offeror and the Company in respect of the progress of the Offer and are advised to exercise caution when dealing in the Shares. If Shareholders and potential investors are in any doubt about their position, they should consult their stockbroker, bank manager, solicitor or other professional advisers.**

**The Offeror and the Company remind their respective associates of the dealing restrictions under the Takeovers Code and to disclose their permitted dealings, if any, in any securities of the Company.**

By Order of the Board  
**Full Fortune International Co., Ltd**  
**Mr. Chen Guobao**  
*Director*

By Order of the Board  
**Kakiko Group Limited**  
**Kuah Ann Thia**  
*Chairman, Executive Director and  
Chief Executive Officer*

Hong Kong, 27 June 2019

*As at the date of this joint announcement, the executive directors of the Company are Mr. Kuah Ann Thia (Chairman and Chief Executive Officer) and Ms. Dolly Hwa Ai Kim (also known as Dolly Ke Aijin); the non-executive Director of the Company is Mr. Lu Yong; and the independent non-executive directors of the Company are Mr. Ong Shen Chieh (also known as Mr. Wang Shengjie), Mr. Lau Kwok Fai Patrick and Mr. Lam Raymond Shiu Cheung.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information (other than those relating to the Offeror and parties acting in concert with it) contained in this joint announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the sole director of the Offeror and parties acting in concert with it) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.*

*As at the date of this joint announcement, the sole director of the Offeror is Mr. Chen Guobao.*

*The sole director of the Offeror accepts full responsibility for the accuracy of information contained in this joint announcement (other than that relating to the Group and the Directors) and confirm, having made all reasonable inquiries, that to the best of his knowledge, opinions expressed in this joint announcement (other than those made by the Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.*