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金粵控股有限公司

Rich Goldman Holdings Limited

(Incorporated in Hong Kong with limited liability)

(Stock Code: 00070)

DELAY IN DESPATCH OF CIRCULAR

Reference is made to the announcement issued by Rich Goldman Holdings Limited (the “**Company**”) dated 18 October 2019 in relation to, among other things, the Open Offer and the Whitewash Waiver (the “**Announcement**”). Unless otherwise defined herein, capitalized terms used herein shall have the same meanings as those defined in the Announcement.

As disclosed in the Announcement, the Circular containing, among other things, (i) information regarding the Open Offer, the Whitewash Waiver and the transactions contemplated thereunder; (ii) the recommendation from the Listing Rules IBC to the Independent Shareholders on the Open Offer; (iii) the recommendation from the Takeovers Code IBC to the Independent Shareholders on the Whitewash Waiver, (iv) the advice of the Independent Financial Adviser to the Listing Rules IBC, the Takeovers Code IBC and the Independent Shareholders in relation to the Open Offer and the Whitewash Waiver; (v) other information required under the Listing Rules and the Takeovers Code; and (vi) the notice of the EGM is required to be despatched to the Shareholders within 21 days from the date of the Announcement pursuant to Rule 8.2 of the Takeovers Code (i.e. on or before 8 November 2019).

As additional time is required to finalize the contents of the Circular (including but not limited to the letter from the Board and the letter of advice from the Independent Financial Adviser), the Company has applied for the consent of the Executive pursuant to Rule 8.2 of the Takeovers Code to extend the deadline for the despatch of the Circular to a date on or before 2 December 2019 and the Executive has indicated that it is minded to grant its consent for such extension.

In view of the delay in the despatch of the Circular, the expected timetable of the Open Offer and the closure of register of members of the Company will be revised. Further announcement for the revised expected timetable will be made by the Company as soon as practicable.

Shareholders and potential investors of the Company should note that the Open Offer is conditional, among others, conditions precedent as set out in section headed “Conditions of the Open Offer” in the Announcement. Accordingly, the Open Offer may or may not proceed. Shareholders and potential investors should exercise extreme caution when dealing in the Shares.

By order of the Board
Rich Goldman Holdings Limited
Lin Chuen Chow Andy
Chairman

Hong Kong, 8 November 2019

As at the date of this announcement the Board comprises, Mr. Lin Chuen Chow Andy (Chairman) and Miss So Wai Yin as executive directors; Mr. Nicholas J. Niglio as the non-executive director; and Mr. Cheung Yat Hung, Alton, Mr. Yue Fu Wing and Miss Yeung Hoi Ching as the independent non-executive directors.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.