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**Fujincheng Investment Holdings Co., Ltd**

*(Incorporated in the British Virgin Islands with limited liability)*

**LKS HOLDING GROUP LIMITED**

**樂嘉思控股集團有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1867)**

**JOINT ANNOUNCEMENT**

**DESPATCH OF COMPOSITE OFFER AND RESPONSE DOCUMENT  
RELATING TO THE UNCONDITIONAL MANDATORY CASH OFFER BY  
CHINA EVERBRIGHT CAPITAL LIMITED  
FOR AND ON BEHALF OF THE OFFEROR  
TO ACQUIRE ALL ISSUED SHARES OF LKS HOLDING GROUP LIMITED  
(OTHER THAN THOSE ALREADY OWNED OR AGREED TO BE ACQUIRED  
BY THE OFFEROR AND PARTIES ACTING IN CONCERT WITH IT)**

**Financial Adviser to the Offeror**



**China Everbright Capital Limited**

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



**Asian Capital Limited**

References are made to the announcement dated 27 April 2021 and the composite offer and response document dated 18 May 2021 (the “**Composite Document**”) jointly issued by the Fujincheng Investment Holdings Co., Ltd. and LKS Holding Group Limited in relation to, among other things, the Offer. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Composite Document.

## **DESPATCH OF THE COMPOSITE DOCUMENT**

The Composite Document setting out, among others, (i) the expected timetable in respect of the Offer; (ii) the letter from China Everbright Capital; (iii) the letter from the Board; (iv) the letter from the Independent Board Committee containing its recommendation in respect of the Offer to the Independent Shareholders; and (v) the letter from Asian Capital containing its advice to the Independent Board Committee and the Independent Shareholders in respect of the Offer, together with the Form of Acceptance and Transfer, will be despatched to the Independent Shareholders on 18 May 2021 in accordance with the Takeovers Code.

## **EXPECTED TIMETABLE**

The Offer will be open for acceptance on and from Tuesday, 18 May 2021 and the latest time and date for acceptance of the Offer is 4:00 p.m. on Tuesday, 8 June 2021 (unless revised or extended in accordance with the Takeovers Code, in which case, an announcement will be made as and when appropriate).

Unless otherwise specified, all times and dates contained in this joint announcement refer to Hong Kong local times and dates.

### **Hong Kong time**

Date of despatch of the Composite Document and the accompanying Form of Acceptance and Transfer and commencement of the Offer ( <i>Note 1</i> ) .....	Tuesday, 18 May 2021
Latest time for acceptance of the Offer on the Closing Date ( <i>Note 2</i> ) .....	4:00 p.m. on Tuesday, 8 June 2021
Closing Date ( <i>Note 2</i> ) .....	Tuesday, 8 June 2021
Announcement of the results of the Offer as at the Closing Date on the websites of the Stock Exchange and the Company ( <i>Note 2</i> ) .....	no later than 7:00 p.m. on Tuesday, 8 June 2021
Latest date for despatch of cheques for payment of the amounts due under the Offer in respect of valid acceptances received on the Closing Date ( <i>Note 3</i> ) .....	Friday, 18 June 2021

**Shareholders should note that the above timetable is subject to change. Further announcement(s) will be made in the event that there is any change.**

*Notes:*

- (1) The Offer, which is unconditional, is made on the date of posting of the Composite Document, and is capable of acceptance on and from that date until 4:00 p.m. on the Closing Date.
- (2) In accordance with the Takeovers Code, the Offer must initially be open for acceptance for at least 21 days following the date on which the Composite Document was posted. The latest time and date for acceptance will be at 4:00 p.m. on Tuesday, 8 June 2021 unless the Offeror revises or extends the Offer in accordance with the Takeovers Code. The Offeror and the Company will jointly issue an announcement through the websites of the Stock Exchange and the Company no later than 7:00 p.m. on Tuesday, 8 June 2021 stating whether the Offer has been extended, revised or has expired. In the event that the Offeror decides to extend the Offer, and the announcement regarding the extension of the Offer 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 Offer 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 the Composite Document) for causing instructions to be made to CCASS in accordance with the General Rules of CCASS and CCASS Operational Procedures.

- (3) Remittances in respect of the cash consideration (after deducting the seller's Hong Kong ad valorem stamp duty) payable for the Offer Shares tendered under the Offer will be despatched to the Offer Shareholders accepting the Offer 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 Registrar of all relevant documents (receipt of which renders such acceptance complete and valid), in accordance with the Takeovers Code. Acceptance of the Offer shall be irrevocable and not capable of being withdrawn, except as permitted under the Takeovers Code. Please refer to paragraph 5 headed "Right of Withdrawal" in Appendix I to the Composite Document for further information on the circumstances where acceptances may be withdrawn.
- (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 and the latest date for posting of remittances for the amounts due under the Offer in respect of valid acceptances, the latest time for acceptance of the Offer will remain at 4:00 p.m. on the same Business Day and the posting of the remittances will be made on the same Business Day, as the case may be; or
  - (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 and the latest date for posting of remittances for the amounts due under the Offer in respect of valid acceptances, 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 warning in force at any time between 9:00 a.m. and 4:00 p.m. or such other day as the Executive may approve in accordance with the Takeovers Code and the posting of the remittances will be made on the following Business Day which does not have either of those warning in force at any time between 9:00 a.m. and 4:00 p.m., as the case may be.

## IMPORTANT

The Offer is unconditional in all respects. The Independent Shareholders are strongly advised to read the Composite Document and the Form of Acceptance and Transfer carefully, including the recommendation of the Independent Board Committee to the Independent Shareholders and the advice from the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders in respect of the Offer, before deciding whether or not to accept the Offer. Shareholders and/or potential investors of the Company should exercise caution when dealing in the Shares or exercising other rights in respect of any of them. Persons who are in doubt as to the action they should take should consult their licensed securities dealers or registered institutions in securities, bank managers, solicitors, professional accountants 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.

For and on behalf of  
**Fujincheng Investment Holdings Co., Ltd**  
**Liu Zhancheng**  
*Sole director*

By order of the Board  
**LKS Holding Group Limited**  
**Wong Wan Sze**  
*Chairman and Executive Director*

Hong Kong, 17 May 2021

*As at the date of this joint announcement, the Board comprises Ms. Wong Wan Sze and Mr. Lam Shui Wah as executive Directors; and Mr. Ng Man Wai, Mr. Wu Wai Ki and Ms. Tsang Ngo Yin as independent non-executive Directors.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the Offeror and parties acting in concert with it), 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) 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. Liu.*

*The sole director of the Offeror accepts full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the Company), and confirms, having made all reasonable enquires, that to the best of his knowledge, opinions expressed in this joint announcement (other than those expressed 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.*