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## **GREAT MATCH INTERNATIONAL LIMITED**

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

### **ANNOUNCEMENT**

**DESPATCH OF THE OFFER DOCUMENT RELATING TO  
MANDATORY UNCONDITIONAL CASH OFFER BY  
ELSTONE SECURITIES LIMITED  
FOR AND ON BEHALF OF  
GREAT MATCH INTERNATIONAL LIMITED  
TO ACQUIRE ALL THE ISSUED SHARES IN  
TIMES UNIVERSAL GROUP HOLDINGS LIMITED  
(OTHER THAN THOSE ALREADY OWNED  
OR AGREED TO BE ACQUIRED BY  
GREAT MATCH INTERNATIONAL LIMITED  
AND PARTIES ACTING IN CONCERT WITH IT)**

**Financial adviser to the Offeror**



References are made to (i) the announcement (the “**Joint Announcement**”) jointly issued by Great Match International Limited (the “**Offeror**”) and Times Universal Group Holdings Limited (the “**Company**”) dated 31 December 2021 in relation to, among others, the mandatory unconditional cash offer by Elstone Securities Limited for and on behalf of the Offeror to acquire all the issued shares (other than those already owned or agreed to be acquired by the Offeror and parties acting in concert with it) of the Company in accordance with the Takeovers Code; and (ii) the offer document issued by the Offeror dated 21 January 2022 (the “**Offer Document**”). Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Offer Document.

### **DESPATCH OF THE OFFER DOCUMENT**

The Offer Document, setting out, among other things, (i) the details of the Offer (including the expected timetable and terms and conditions of the Offer); and (ii) the letter from Elstone Securities, together with the accompanying Form of Acceptance, have been despatched to the Shareholders on 21 January 2022 in accordance with the Takeovers Code.

## EXPECTED TIMETABLE

Set out below is the expected timetable of the Offer as extracted from the Offer Document. The timetable set out below is indicative only and may be subject to changes. Any changes to the timetable below will be jointly announced by the Offeror and the Company. Unless otherwise expressly stated, all time and date references contained in this announcement refer to Hong Kong date and time.

<b>Event</b>	<b>Time and date</b>
Despatch date of the Offer Document and the accompanying Form of Acceptance and commencement date of the Offer ( <i>Note 1</i> )	Friday, 21 January 2022
Latest date for the posting of the Response Document ( <i>Note 2</i> )	Friday, 4 February 2022
Latest time and date for acceptance of the Offer ( <i>Notes 2, 3, 4 and 6</i> )	4:00 p.m. on Friday, 18 February 2022
Closing Date ( <i>Notes 2, 3, 4 and 6</i> )	Friday, 18 February 2022
Announcement of the results of the Offer (or its extension or revision, if any) to be posted on the website of the Stock Exchange and the Company ( <i>Notes 2, 3 and 6</i> )	no later than 7:00 p.m. on Friday, 18 February 2022
Latest date for posting of remittances for the amount due in respect of valid acceptances received under the Offer on or before 4:00 p.m. on the Closing Date ( <i>Notes 2, 5 and 6</i> )	Tuesday, 1 March 2022

### *Notes:*

1. The Offer, which is unconditional, is open for acceptance on and from the date of the Offer Document, and are 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 Company is required to post the Response Document within 14 days from the posting of the Offer Document, unless the Executive consents to a later date and the Offeror agrees to extend the closing date by the number of days in respect of which the delay in the posting of the Response Document is agreed. As at the Latest Practicable Date, the Offeror has been informed by the Company that the Company may not be able to post the Response Document within 14 days from the posting of the Offer Document and may apply for the Executive's consent pursuant to Rule 8.4 of the Takeovers Code to extend the deadline for the posting of the Response Document. The Offeror has indicated that, if such application is made, it will agree to an extension of the Closing Date by the number of days in respect of which the delay in the posting of the Response Document is agreed.

3. In accordance with the Takeovers Code, where the Response Document is posted after the date on which the Offer Document is posted, the Offer must initially be open for acceptance for at least 28 days following the date on which the Offer Document is posted. The latest time and date for acceptance of the Offer is 4:00 p.m. on Friday, 18 February 2022 unless the Offeror revises or extends the Offer in accordance with the Takeovers Code. An announcement will be issued on the website of the Stock Exchange and the Company by 7:00 p.m. on the Closing Date, stating whether the Offer has been extended, revised or expired. In the event that the Offeror decides to 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 in accordance with the Takeovers Code.
4. 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 (as set out in Appendix I to the Offer Document) for causing instructions to be made to CCASS in accordance with the General Rules of CCASS and CCASS Operational Procedures.
5. 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 under the Offer will be despatched to the accepting Independent Shareholder(s) (to the address specified on the relevant Form of Acceptance) by ordinary post at his/her/its own risk as soon as possible, but in any event within seven (7) Business Days following the date of receipt by the Registrar of all the relevant documents to render the acceptance under the Offer complete and valid.
6. If there is a tropical cyclone warning signal number 8 or above, or a "black rainstorm warning" or "extreme condition" caused by super typhoon:
  - (i) 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 remittances will remain on the same Business Day; or
  - (ii) 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 or the latest date for posting of remittances for the amounts due under the Offer in respect of valid acceptances, as the case may be, will be rescheduled to 4:00 p.m. on the following Business Day.

Save as mentioned above, if the latest time for the acceptance of the Offer and/or 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 Independent 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 Offer Document (including the Form of Acceptance) as well as the Response Document to be issued by the Company (including the letter of recommendation of the independent committee of the Board and the letter of advice from the independent financial adviser to be contained therein) carefully, before deciding whether or not to accept the Offer.**

**Shareholders and potential investors are advised to exercise caution when dealing in the Shares, and if they are in any doubt about their position, they should consult their professional advisers.**

By order of the board  
**GREAT MATCH INTERNATIONAL LIMITED**  
**Choi Yun Chor**  
*Sole Director*

Hong Kong, 21 January 2022

*As at the date of this announcement, the sole director of the Offeror is Mr. Choi.*

*The sole director of the Offeror accepts full responsibility for the accuracy of information contained in this announcement and confirms, having made all reasonable enquiries, that to the best of his 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.*