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招商局海通貿易有限公司
CHINA MERCHANTS HOI TUNG TRADING COMPANY LIMITED

**China Merchants
Hoi Tung Trading
Company Limited**
*(Incorporated in Hong Kong
with limited liability)*

**Sea Wealth
Ventures Limited**
*(Incorporated in the British Virgin
Islands with limited liability)*



**Best Mart 360
Holdings Limited**
優品360控股有限公司
*(Incorporated in the Cayman
Islands with limited liability)*
(Stock Code: 2360)

JOINT ANNOUNCEMENT

**DESPATCH OF COMPOSITE DOCUMENT
RELATING TO
UNCONDITIONAL MANDATORY CASH OFFER BY
LEGO SECURITIES LIMITED FOR AND ON BEHALF OF
THE OFFEROR TO ACQUIRE ALL ISSUED SHARES
(OTHER THAN THOSE SHARES ALREADY
OWNED OR AGREED TO BE ACQUIRED BY
THE OFFEROR, THE PURCHASER AND
PARTIES ACTING IN CONCERT WITH ANY OF THEM)**

Financial adviser to the Purchaser

CMS  **招商證券國際**

Financial adviser to the Offeror

 **Lego Corporate
Finance Limited**
力高企業融資有限公司

Independent Financial Adviser to the Independent Board Committee

 **SOMERLEY CAPITAL LIMITED**

References are made to (i) the joint announcements issued by China Merchants Hoi Tung Trading Company Limited (the “**Purchaser**”), Sea Wealth Ventures Limited (the “**Offeror**”) and Best Mart 360 Holdings Limited (the “**Company**”) dated 27 March 2023, 17 April 2023 and 4 August 2023 in relation to, among other things, the unconditional mandatory cash offer by Lego Securities Limited, for and on behalf of the Offeror to acquire all issued Shares (other than those already owned or agreed to be acquired by the Offeror, the Purchaser and parties acting in concert with any of them); and (ii) the composite document (the “**Composite Document**”) and **WHITE** Form of Acceptance and Transfer jointly issued by the Purchaser, the Offeror and the Company dated 11 August 2023. Unless otherwise stated, capitalised terms used in this joint announcement shall have the same meanings as those ascribed to them in the Composite Document.

DESPATCH OF THE COMPOSITE DOCUMENT

The Composite Document containing, among other things, (i) the detailed terms of the Share Offer; (ii) the recommendation from the Independent Board Committee to the Independent Shareholders; and (iii) the advice from the Independent Financial Adviser to the Independent Board Committee in respect of the Share Offer, together with the **WHITE** Form of Acceptance and Transfer, have been despatched to the Independent Shareholders on 11 August 2023 in accordance with the Takeovers Code.

EXPECTED TIMETABLE

The expected timetable set out below is indicative only and may be subject to changes. Further announcement(s) will be made in the event of any changes to the timetable as and when appropriate. All time and date references contained in this joint announcement, the Composite Document and the **WHITE** Form of Acceptance and Transfer refer to Hong Kong local time and dates.

Event	Time and Date
Despatch date of the Composite Document and the accompanying WHITE Form of Acceptance and Transfer and the commencement date of the Share Offer (<i>Note 1</i>)	Friday, 11 August 2023
Closing Date (<i>Note 2</i>)	Friday, 1 September 2023
Latest time and date for acceptance of the Share Offer (<i>Note 2</i>)	4:00 p.m. on Friday, 1 September 2023
Announcement of the result of the Share Offer to be posted on the website of the Stock Exchange (<i>Note 2</i>)	by 7:00 p.m. on Friday, 1 September 2023
Latest date for despatch of cheque(s) of payable(s) in respect of valid acceptances received under the Share Offer on the Closing Date (<i>Note 3</i>)	Tuesday, 12 September 2023

Notes:

- (1) The Share Offer, which is unconditional in all respects, is made on Friday, 11 August 2023 i.e. the date of posting of the Composite Document and the **WHITE** Form of Acceptance and Transfer, and is capable of acceptance on and from that date until 4:00 p.m. on the Closing Date. Acceptances of the Share Offer shall be irrevocable and not capable of being withdrawn, except in the circumstances set out in the section headed “6. Right of Withdrawal” in Appendix I to the Composite Document.
- (2) In accordance with the Takeovers Code, the Share Offer must initially be opened for acceptance for at least twenty-one (21) days following the date on which the Composite Document was posted. The Share Offer will be closed on the Closing Date unless the Offeror revises or extends the Share Offer in accordance with the Takeovers Code. An announcement will be issued through the website of the Stock Exchange by 7:00 p.m. on the Closing Date stating the results of the Share Offer and whether the Share Offer has been extended, revised or expired. In the event that the Offeror decides to revise or extend the Share Offer, at least 14 days’ notice by way of an announcement will be given before the Share Offer is closed to those Independent Shareholders who have not accepted the Share Offer.
- (3) Cheques in respect of the cash consideration payable for the Offer Shares tendered under the Share Offer will be despatched to the respective accepting holders of the Offer Shares by ordinary post at their own risks as soon as possible but in any event within seven (7) Business Days following 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.

WARNING

The Shareholders are encouraged to read the Composite Document and the WHITE Form of Acceptance and Transfer carefully, including the recommendation of the Independent Board Committee and the letter from the Independent Financial Adviser in respect of the Share Offer before deciding whether or not to accept the Share Offer.

The Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Shares. If the Shareholders and potential investors of the Company are in any doubt about their position or as to the action they should take, they should consult their stockbroker, bank manager, solicitor or other professional advisers.

By Order of the board of
directors of
**China Merchants Hoi Tung
Trading Company Limited**
Li Guanpeng
Managing Director

By Order of the sole director of
Sea Wealth Ventures Limited
Hui Ngai Fan
Director

By Order of the Board
Best Mart 360 Holdings Limited
Li Guanpeng
Chairman and Executive Director

Hong Kong, 11 August 2023

As at the date of this joint announcement, the directors of the Purchaser are Mr. Li Yadong, Mr. Li Guanpeng, Mr. Cao Jieshui, Mr. Fan Duanwei, Mr. Li Xiaofei, Ms. Luo Li and Mr. Wong For Yam.

The directors of the Purchaser jointly and severally accept full responsibility for the accuracy of the information (other than those relating to the Group, the Directors and the Offeror) 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 Directors and 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 executive Directors are Mr. Li Guanpeng, Ms. Cui Qian, Mr. Lu Rong, Mr. Liu Yunfeng, Mr. Huang Shengchao, Ms. Wang Kanglin, Mr. Lin Tsz Fung and Ms. Hui Ngai Fan; and the independent non-executive Directors are Mr. Sze Irons, Ms. Choy So Yuk, Mr. Lee Ka Lun and Ms. Chan Yuen Sau Kelly.

The Directors jointly and severally accept full responsibility for the accuracy of the information (other than those relating to the Purchaser and the Offeror) 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 directors of the Purchaser and the sole director of the Offeror acting in her capacity as 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 Ms. Hui Ngai Fan.

The sole director of the Offeror accepts full responsibility for the accuracy of information contained in this joint announcement (other than those relating to the Group and the Purchaser) and confirms, having made all reasonable inquiries, that to the best of her knowledge, opinions expressed in this joint announcement (other than those expressed by the directors of the Purchaser and the Directors acting in their capacity as 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.

The English text of this joint announcement shall prevail over its Chinese text.