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**VIVA GOODS COMPANY LIMITED**  
**非凡領越有限公司**

*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 933)**

**bossini**

**BOSSINI INTERNATIONAL HOLDINGS LIMITED**  
**堡獅龍國際集團有限公司\***

*(Incorporated in Bermuda with limited liability)*  
**(Stock Code: 592)**

**DRAGON LEAP CONSUMABLES LIMITED**

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

## **JOINT ANNOUNCEMENT**

- (1) PROPOSAL FOR THE PRIVATISATION OF BOSSINI INTERNATIONAL HOLDINGS LIMITED BY DRAGON LEAP CONSUMABLES LIMITED BY WAY OF A SCHEME OF ARRANGEMENT UNDER SECTION 99 OF THE COMPANIES ACT;**  
**AND**  
**(2) PROPOSED WITHDRAWAL OF LISTING OF THE SHARES OF BOSSINI INTERNATIONAL HOLDINGS LIMITED**

**DELAY IN DESPATCH OF THE SCHEME DOCUMENT**

**Financial adviser to the Offeror**



Reference is made to the announcement jointly issued by Viva Goods Company Limited (“**Viva**”), Dragon Leap Consumables Limited (the “**Offeror**”) and Bossini International Holdings Limited (“**Bossini**”) dated 16 October 2024 (the “**Announcement**”) in relation to, among other things, the proposal for the privatisation of Bossini by the Offeror by way of a scheme of arrangement under section 99 of the Companies Act. Unless otherwise defined in this joint announcement, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

Pursuant to Rule 8.2 of the Takeovers Code, the Scheme Document should be despatched no later than 35 days after the date of the Announcement, that is, on or before 20 November 2024, unless consent to extend such deadline is obtained from the Executive.

As stated in the Announcement, the Scheme will only become effective if, among other Scheme Conditions, the Scheme is approved at the Court Meeting. A court hearing (the “**Court Directions Hearing**”) is required for the Court to issue its directions for convening the Court Meeting for the Scheme Shareholders to vote on, and if thought fit, approve the Scheme.

It is currently intended for the Court Directions Hearing to be fixed on 19 December 2024. Subject to the Court’s availability for hearings on such date, the Scheme Document is expected to be despatched to the Scheme Shareholders and the Bossini Optionholders on or around 3 January 2025.

As additional time is required to (i) confirm the Court’s schedule in connection with the Court Directions Hearing; and (ii) finalise the Scheme Document, an application for consent has been made to the Executive and the Executive has granted consent to an extension of the time limit for despatching the Scheme Document to 3 January 2025.

A detailed timetable for the Proposal, the Scheme and the Option Offer will be set out in the Scheme Document and in the announcement to be made upon despatch of the Scheme Document.

**WARNINGS: Holders of and potential investors in the securities of Viva and Bossini should note that the Proposal and all transactions contemplated thereunder are subject to the fulfilment or waiver (as applicable) of the Scheme Conditions. Accordingly, there is no certainty as to whether, and if so when, the Scheme will be implemented or become effective. Further, the Option Offer will be conditional upon the Scheme becoming effective and if the Scheme does not become effective, the Option Offer will not be completed.**

**Holders of and potential investors in the securities of Viva and Bossini should exercise caution when dealing in the shares or other securities of Viva and Bossini. Any person who is in doubt about his or, her or, its position or any action to be taken is recommended to consult his or, her or, its own professional adviser(s).**

By order of the board of directors  
**VIVA GOODS COMPANY LIMITED**

**Mr. LI Ning**  
*Chairman and Chief Executive Officer*

By order of the board of directors  
**BOSSINI INTERNATIONAL HOLDINGS  
LIMITED**

**Mr. ZHAO Jianguo**  
*Chairman and Executive Director*

By order of the board of directors  
**DRAGON LEAP CONSUMABLES LIMITED**

**Mr. LI Ning**  
*Director*

Hong Kong, 20 November 2024

*As at the date of this joint announcement,*

- (a) the Bossini Board comprises three executive directors, namely Mr. ZHAO Jianguo (Chairman), Mr. CHEUNG Chi (Chief Executive Officer) and Ms. YU Xin, one non-executive director, namely Mr. LAW Ching Kit Bosco, and three independent non-executive directors, namely Mr. LEE Kwok Ming, Prof. SIN Yat Ming and Mr. CHEONG Shin Keong;*
- (b) the Viva Board comprises three executive directors, namely Mr. LI Ning (Chairman and Chief Executive Officer), Mr. LI Chunyang and Mr. LI Qilin, three non-executive directors, namely Mr. Victor HERRERO, Mr. MA Wing Man and Ms. LYU Hong, and four independent non-executive directors, namely Mr. LI Qing, Mr. PAK Wai Keung, Martin, Mr. WANG Yan and Professor CUI Haitao; and*
- (c) the board of directors of the Offeror comprises two directors, namely Mr. LI Ning and Mr. CHEUNG Chi.*

*The directors of Bossini jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement relating to the Bossini Group (other than that relating to the Viva Group and the Offeror) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement by the Bossini Board 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 directors of Viva jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement relating to the Viva Group and the Offeror (other than that relating to the Bossini Group) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement by the Viva Board 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 directors of the Offeror jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement relating to the Offeror (other than that relating to the Viva Group and the Bossini Group) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement by the Offeror Board 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.*

*\* for identification purpose only*