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**ALLIED GROUP LIMITED**

**(聯合集團有限公司)**

*(Incorporated in Hong Kong  
with limited liability)*

**(Stock Code: 373)**

**BRIGHT CLEAR LIMITED**

**(晴輝有限公司)**

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



**YU MING INVESTMENTS LIMITED**

**馮銘投資有限公司**

*(Incorporated in Hong Kong  
with limited liability)*

**(Stock Code: 666)**

## **JOINT ANNOUNCEMENT**

### **RESULTS AND EXTENSION OF MANDATORY UNCONDITIONAL GENERAL CASH OFFERS BY YU MING INVESTMENT MANAGEMENT LIMITED ON BEHALF OF BRIGHT CLEAR LIMITED FOR ALL ISSUED SHARES AND WARRANTS OF YU MING INVESTMENTS LIMITED (OTHER THAN THOSE SHARES AND WARRANTS ALREADY OWNED BY BRIGHT CLEAR LIMITED AND PARTIES ACTING IN CONCERT WITH IT)**

#### **Financial adviser to Bright Clear Limited**



馮銘投資管理有限公司

YU MING INVESTMENT MANAGEMENT LIMITED

Up to 4:00 p.m. on 1<sup>st</sup> June, 2009, valid acceptances in respect of a total of 110,054,100 Shares, 44,805,000 2009 Warrants and 20,000 2011 Warrants were received under the Offers. As a result of the Share Offer, the Offeror and parties acting in concert with it will hold, control and direct an aggregate of 2,155,563,774 Shares, representing approximately 57.66% of the issued share capital of the Company.

The Offeror has decided to extend the acceptance period of the Offers to 4:00 p.m. on Monday, 15<sup>th</sup> June, 2009.

Reference is made to the composite offer document dated 8<sup>th</sup> May, 2009 jointly issued by Bright Clear Limited, Allied Group Limited and Yu Ming Investments Limited (the "Composite Offer Document"). Unless the context requires otherwise, terms defined in the Composite Offer Document shall have the same meanings when used in this announcement.

#### **ACCEPTANCE LEVEL OF THE OFFERS**

Up to 4:00 p.m. on 1<sup>st</sup> June, 2009, valid acceptances in respect of a total of 110,054,100 Shares (representing approximately 2.94% of the issued share capital and voting rights of the Company as at the date of this announcement), 44,805,000 2009 Warrants (representing approximately 11.99% of the total number of 2009 Warrants and nil voting rights of the Company as at the date of this announcement) and 20,000 2011 Warrants (representing approximately 0.01% of the total number of 2011 Warrants and nil voting rights of the Company as at the date of this announcement) were received under the Share Offer, the 2009 Warrant Offer and the 2011 Warrant Offer respectively.

All 2009 Warrants expired on 27<sup>th</sup> May, 2009. Together with the 2,045,509,674 Shares (representing approximately 54.72% of the then issued share capital and voting rights of the Company), 100,874,360 2009 Warrants (representing approximately 26.98% of the then total number of 2009 Warrants and nil voting rights of the Company) and 308,227,574 2011 Warrants (representing approximately 82.45% of the then total number of 2011 Warrants and nil voting rights of the Company) already held, controlled and directed by the Offeror and parties acting in concert with it immediately before the offer period, the Offeror and parties acting in concert with it will hold, control and direct 2,155,563,774 Shares (representing approximately 57.66% of the issued share capital and voting rights of the Company), 145,679,360 2009 Warrants (representing approximately 38.97% of the total number of 2009 Warrants and nil voting rights of the Company) and 308,247,574 2011 Warrants (representing approximately 82.46% of the total number of 2011 Warrants and nil voting rights of the Company) as a result of the Share Offer, the 2009 Warrant Offer and the 2011 Warrant Offer respectively. The Offeror and parties acting in concert with it have not (i) acquired or agreed to acquire the Shares or Warrants during the offer period; and (ii) borrowed or lent any Shares or Warrants.

## **EXTENSION OF THE ACCEPTANCE PERIOD**

The Offeror has decided to extend the acceptance period of the Offers to 4:00 p.m. on Monday, 15<sup>th</sup> June, 2009.

## **SETTLEMENT**

Remittances in respect of valid acceptances of the Offers have been posted or will be posted (as the case may be) to the Accepting Shareholders and Accepting Warrantholders by ordinary post at their own risk within ten days from the date of receipt by the Registrar of all relevant documents to render such acceptances complete and valid in accordance with the Takeovers Code.

By order of the board of  
**ALLIED GROUP LIMITED**

**Lo King Yau, Edwin**  
*Executive Director*

By order of the board of  
**BRIGHT CLEAR LIMITED**

**Li Chi Kong**  
*Director*

By order of the board of  
**YU MING INVESTMENTS  
LIMITED**

**Lee Wa Lun, Warren**  
*Chairman*

Hong Kong, 1<sup>st</sup> June, 2009

*As at the date of this announcement, the Board comprises eight directors of which Mr. Lee Wa Lun, Warren (Chairman), Mr. Lo King Yau, Edwin and Mr. Wong Tai Chun, Mark are executive directors; Mr. Arthur George Dew and Mr. Lee Yip Wah, Peter are non-executive directors; and Mr. So Shu Fai, Ambrose, Mr. Albert Ho and Ms. Lam Tak Yee are independent non-executive directors.*

*As at the date of this announcement, the board of the Offeror comprises two directors, Mr. Lo King Yau, Edwin and Mr. Li Chi Kong.*

*As at the date of this announcement, the board of AGL comprises nine directors of which Mr. Lee Seng Hui (Chief Executive), Mr. Lo King Yau, Edwin and Mr. Mak Pak Hung are executive directors; Mr. Arthur George Dew (Chairman) and Ms. Lee Su Hwei are non-executive directors; and Mr. Wong Po Yan, Mr. David Craig Bartlett, Mr. John Douglas Mackie and Mr. Alan Stephen Jones are independent non-executive directors.*

*The directors of the Company jointly and severally accept full responsibility for the accuracy of the information contained in this announcement relating to the Company and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement by the Company 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.*

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