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**Sure Wonder Limited**      **Qinqin Foodstuffs Group (Cayman) Company Limited**  
*(Incorporated in the British Virgin Islands with limited liability)*      **親親食品集團(開曼)股份有限公司**  
*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 1583)**

## **JOINT ANNOUNCEMENT**

**DESPATCH OF THE COMPOSITE DOCUMENT IN RELATION TO THE  
VOLUNTARY CONDITIONAL CASH OFFER BY  
DELOITTE & TOUCHE CORPORATE FINANCE LIMITED  
FOR AND ON BEHALF OF  
SURE WONDER LIMITED  
TO ACQUIRE ALL THE ISSUED SHARES OF  
QINQIN FOODSTUFFS GROUP (CAYMAN) COMPANY LIMITED  
(OTHER THAN THOSE ALREADY OWNED  
AND/OR AGREED TO BE ACQUIRED  
BY SURE WONDER LIMITED AND/OR PARTIES ACTING  
IN CONCERT WITH IT)**

**Financial Adviser to the Offeror**

**Deloitte.**      **德勤**  
Deloitte & Touche Corporate Finance Limited

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

 **Opus** | Capital Limited  
創富融資有限公司  
**Opus Capital Limited**

Reference is made to (i) the joint announcement of the Company and the Offeror dated 8 April 2021 in relation to, among others, the Share Offer; (ii) the announcement of the Company dated 12 April 2021 in relation to the appointment of the Independent Financial Adviser; (iii) the joint announcement of the Company and the Offeror dated 19 April 2021 in relation to, among others, the Irrevocable Undertakings and the Option Offer; (iv) the joint announcement of the Company and the Offeror dated 29 April 2021 in relation to, among others, the delay in despatch of the composite offer and response document; and (v) the composite offer and response document dated 21 May 2021 jointly issued by the Offeror and the Company (the “**Composite Document**”). Unless otherwise defined, capitalised terms used in this joint announcement shall have the same meanings as those defined in the Composite Document.

## **DESPATCH OF THE COMPOSITE DOCUMENT**

The Composite Document, together with the Form of Acceptance, containing, among other things, (i) the detailed terms and conditions of the Share Offer; (ii) the expected timetable in respect of the Share Offer; (iii) the letter from Deloitte Corporate Finance; (iv) the letter from the Board; (v) the letter from the Independent Board Committee; and (vi) the letter from Opus Capital to the Independent Board Committee in respect of the Share Offer, have been despatched to the Offer Shareholders on Friday, 21 May 2021 in accordance with the Takeovers Code.

## **EXPECTED TIMETABLE OF THE SHARE OFFER**

Set out below is the expected timetable of the Share Offer as extracted from the Composite Document. The timetable set out below is indicative only and is subject to change. Further announcement(s) will be made by the Offeror and the Company in the event of any changes to the timetable as and when appropriate.

All time and date references contained in this joint announcement are to Hong Kong times and dates.

Despatch date of the Composite Document ..... Friday, 21 May 2021

Opening date of the Share Offer ..... Friday, 21 May 2021

First Closing Date (*Note 1*) ..... Friday, 11 June 2021

Latest time for acceptance of the Share Offer

on the First Closing Date (*Note 2*) ..... 4:00 p.m. on Friday, 11 June 2021

Announcement of the results of the Share Offer  
as at the First Closing Date,  
on the website of the Stock Exchange ..... 7:00 p.m. on Friday, 11 June 2021

Latest date for posting of remittances  
to Shareholders in respect of  
valid acceptances received by the First Closing Date,  
**assuming** the Share Offer becomes, or  
is declared, unconditional in all respects  
on the First Closing Date (*Note 3*) ..... Wednesday, 23 June 2021

Latest time and date for acceptance of the Share Offer  
**assuming** the Share Offer  
becomes, or is declared, unconditional in all respects  
on the First Closing Date (*Note 4*) ..... 4:00 p.m. on Friday, 25 June 2021

Latest time and date by which the Share Offer  
can become or be declared unconditional  
in all respects (*Note 5*) ..... 7:00 p.m. on Tuesday, 20 July 2021

*Notes:*

1. The Share Offer will close for acceptances at 4:00 p.m. on Friday, 11 June 2021 unless the Offeror revises or extends the Share Offer in accordance with the Takeovers Code. The Offeror has the right under the Takeovers Code to extend the Share Offer until such date as it may determine in accordance with the Takeovers Code (or as permitted by the Executive in accordance with the Takeovers Code). The Offeror will issue an announcement in relation to any extension of the Share Offer, which announcement will state either the next Closing Date or, if the Share Offer has at that time become unconditional in all respects, a statement that the Share Offer will remain open until further notice. In the latter case, at least 14 days' notice in writing must be given before the Share Offer is closed to those Offer Shareholders who have not accepted the Share Offer.
2. Beneficial owners of the 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.

Acceptances of the Share Offer are irrevocable and are not capable of being withdrawn, except in the circumstances as set out in the section headed "Right of Withdrawal" in Appendix I of the Composite Document.

3. Remittances in respect of the consideration for the Offer Shares tendered under the Share Offer will be posted to those Offer Shareholders accepting the Share Offer as soon as possible, but in any event within seven Business Days from the later of the date of receipt by the Registrar of all the relevant documents to render the acceptance under the Share Offer complete and valid, and the date on which the Share Offer becomes or is declared unconditional in all respects.
4. In accordance with the Takeovers Code, when the Share Offer becomes or is declared unconditional in all respects, at least 14 days' notice in writing must be given before the Share Offer is closed to those Offer Shareholders who have not accepted the Share Offer. The date set out here is indicative only as the actual date on which the Share Offer becomes or is declared unconditional in all respects is yet to be confirmed.
5. In accordance with the Takeovers Code, except with the consent of the Executive, the Share Offer may not become or be declared unconditional as to acceptances after 7:00 p.m. on the 60th day after the day the Composite Document is posted. Accordingly, unless the Share Offer has previously become unconditional as to acceptances, the Share Offer will lapse on 20 July 2021 unless extended with the consent of the Executive.

## **IMPORTANT**

**Offer Shareholders are strongly advised to consider carefully the information contained in the Composite Document and the Form of Acceptance, including the letter from the Independent Board Committee and the letter from Opus Capital, the Independent Financial Adviser to the Independent Board Committee, before deciding whether or not to accept the Share Offer.**

**Shareholders and potential investors should be aware that the Share Offer is subject to the satisfaction of the Conditions. Accordingly, the Share Offer may or may not become unconditional. Shareholders and potential investors should therefore exercise caution when dealing in the securities of the Company. Persons who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional advisers.**

**The respective associates (including a person who owns or controls 5% or more of any class of relevant securities) of the Offeror and the Company are reminded to disclose their dealings in the securities of the Company in accordance with Rule 22 of the Takeovers Code.**

By Order of the board of directors of

**Sure Wonder Limited**

**Hui Ching Lau**

*Sole Director*

By Order of the Board of

**Qinqin Foodstuffs Group (Cayman) Company Limited**

**Wong Wai Leung**

*Executive Director, Chief Financial Officer  
and Company Secretary*

Hong Kong, 21 May 2021

*As of the date of this joint announcement, the Board comprises 12 Directors, of which three are executive Directors, namely Mr. Hui Ching Lau (Chairman), Mr. Wong Wai Leung (Chief Financial Officer and Company Secretary) and Mr. Wu Wenxu (Chief Executive Officer); five are non-executive Directors, namely Mr. Hui Lin Chit, Mr. Sze Man Bok, Mr. Wu Huolu, Mr. Wu Sichuan and Mr. Wu Yinhang; and four are independent non-executive Directors, namely Mr. Cai Meng, Mr. Chan Yiu Fai Youdey, Mr. Ng Swee Leng and Mr. Paul Marin Theil.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the Offeror), and confirm, having made all reasonable inquiries, 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 statements in this joint announcement misleading.*

*As of the date of this joint announcement, Mr. Hui Ching Lau is the sole director of the Offeror.*

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