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# BIRMINGHAM INTERNATIONAL HOLDINGS LIMITED 伯明翰環球控股有限公司

(Receivers Appointed) (Incorporated in the Cayman Islands with limited liability) (Stock Code: 2309)

## (1) REVISED EXPECTED TIMETABLE FOR THE PROPOSED RESTRUCTURING AND (2) CONTINUOUS SUSPENSION OF TRADING

References are made to the announcements of Birmingham International Holdings Limited (Receivers Appointed) (the "**Company**") dated 6 June 2016, 8 June 2016 and 29 August 2016, respectively, and the circular of the Company dated 5 August 2016 (the "**Circular**") in relation to, among other things, the Proposed Restructuring. Unless otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the Circular.

### **REVISED EXPECTED TIMETABLE FOR THE PROPOSED RESTRUCTURING**

As disclosed in the Circular, the expected timetable for the Proposed Restructuring thererin is tentative and the events in relation to the Capital Reorganisation are conditional on, among others, approval from the Grand Court. On 30 August 2016, the hearing of the petition by the Grand Court in respect of the Capital Reduction was held and the decision of such hearing was delivered pursuant to which the Grand Court confirmed the Capital Reduction. Subject to the fulfilment of the conditions of the Capital Reorganisation as set out in the section headed "Conditions of the Capital

Reorganisation" of the Circular, the effective date of the Capital Reorganisation is expected to be brought forward from Tuesday, 27 September 2016, as disclosed in the Circular, to Wednesday, 7 September 2016. Set out below is the revised expected timetable for the Proposed Restructuring:

Expected effective date of
the Capital Reorganisation
Effective date of change in board lot size
from 2,000 Shares to 20,000 New Shares Wednesday, 7 September 2016
First day of free exchange of existing certificates
for the Shares into new share certificates
for the New Shares
Last day of cum-entitlements of the New Shares Thursday, 8 September 2016
First day of ex-entitlements of the New Shares Friday, 9 September 2016
Latest time for lodging transfer of the
New Shares in order to qualify for
the Open Offer
Closure of register of members to
determine the eligibility of the Open Offer
(both dates inclusive)
Wednesday, 14 September 2016
Open Offer Record Date
Decister of members recommendation 2014
Register of members re-opens
Prospectus Posting Date
Latest time for acceptance
and payment for the Offer Shares
Latest time for the termination of
the Underwriting Agreement
Publication of the announcement in relation to
the allotment results of the Open Offer Friday, 7 October 2016

Completion of the Open Offer, the Share Subscription and the New CN Subscription and
despatch of certificates for the Offer Shares and
the Subscription Shares and the New Convertible Notes Tuesday, 11 October 2016
If the Open Offer is terminated, refund cheques
to be despatched
Publication of the announcement in relation to
the completion of the Open Offer, the Share
Subscription and the New CN Subscription
Restoration of public float Thursday, 13 October 2016
Publication of the announcement for restoration of
public float and fulfilment of resumption conditions Thursday, 13 October 2016
Order granted by the High Court to discharge
the Receivership Order and the release of
the Receivers in respect of the receivership Thursday, 13 October 2016
Completion of the CY Settlement Agreement
and the UC Settlement Agreement Monday, 17 October 2016
Resumption and dealing in the
New Shares commence
Designated broker starts to stand in the
market to provide matching services
for odd lot of New Shares
Publication of the announcement in relation to
the completion of the CY Settlement
Agreement and the UC Settlement Agreement
Designated broker ceases to stand in the
market to provide matching services
for odd lot of New Sharesclose of business on
Monday, 7 November 2016
Last day of free exchange of existing share
certificates for the new share certificates

#### Notes:

- (1) As at the date of this announcement, the conditions precedent as set out in the section headed "Conditions precedent to the PP Settlement Agreement" in the Circular have been fulfilled. The parties to the PP Settlement Agreement are taking necessary steps to fulfil the terms as prescribed under the PP Settlement Agreement.
- (2) The expected timetable set out above is tentative and for indicative purposes only. Should there be any changes, the Company will issue further announcement(s) on the timetable as and when appropriate.
- (3) All references to time as stated in the above timetable are references to Hong Kong time unless otherwise specified.

#### Effect of bad weather on the latest time for acceptance and payment for the Open Offer

If there is a tropical cyclone warning signal number 8 or above; or a "black" rainstorm warning:

- (i) in force in Hong Kong at any local time before 12:00 noon and no longer in force after 12:00 noon on the Latest Acceptance Date, the latest time for acceptance of and payment for the Offer Shares will not take place at 4:00 p.m. on the Latest Acceptance Date, but will be extended to 5:00 p.m. on the same day instead;
- (ii) in force in Hong Kong at any local time between 12:00 noon and 4:00 p.m. on the Latest Acceptance Date, the latest time for acceptance of and payment for the Offer Shares will not take place on the Latest Acceptance Date, but will be rescheduled to 4:00 p.m. on the following Business Day which does not have either of those warnings in force at any time between 9:00 a.m. and 4:00 p.m.

If the latest time for acceptance of and payment for the Offer Shares does not take place on the Latest Acceptance Date, the dates mentioned in this section may be affected. Further announcement(s) will be made by the Company in such event.

#### **CONTINUOUS SUSPENSION OF TRADING**

At the request of the Company, trading in the Shares on the Stock Exchange was halted with effect from 10:21 a.m. on 4 December 2014. Trading in the Shares will remain suspended until further notice. The Company will make further announcements on the latest development of the Group as and when appropriate pursuant to the requirements of the Listing Rules.

The publication of this announcement does not indicate any decision or conclusion from the Stock Exchange nor warrant any approval from the Stock Exchange on the resumption of trading in the Shares. The transactions contemplated under the Proposed Restructuring are subject to the fulfilment of various conditions, and therefore may or may not materialise. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Shares.

For and on behalf of Birmingham International Holdings Limited (Receivers Appointed) Liu Yiu Keung Stephen, Yen Ching Wai David and Koo Chi Sum Joint and Several Receivers

Hong Kong, 1 September 2016

As at the date of this announcement, the Board comprises of six Directors, namely Mr. Liu Yiu Keung Stephen, Mr. Yen Ching Wai David and Ms. Koo Chi Sum as executive Directors; and Mr. Cheung Yuk Ming, Mr. Law Pui Cheung and Mr. Lai Hin Wing Henry Stephen as independent non-executive Directors.