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# Mitsumaru East Kit (Holdings) Limited 三丸東傑(控股)有眼公司

(Incorporated in the Cayman Islands with limited liability)
(Stock code: 2358)

# APPROVAL OF RESUMPTION PROPOSAL

The Company is pleased to announce that on 27 September 2013, the Company was informed by the Stock Exchange that upon consideration of all the submissions (both written and verbal) made by the Company and the Listing Division by the Listing (Review) Committee, the Listing (Review) Committee decided to overturn the Decision and allow the Company to proceed with the August Proposal, subject to the condition set out below in this announcement.

Trading in the Shares on the Stock Exchange has been suspended since 14 February 2008. Until satisfaction of all the Resumption Conditions as well as the August Proposal, trading in the Shares will continue to be suspended. The release of this announcement does not indicate that the Shares will resume trading and that the approval for the Resumption will be granted. Accordingly, Shareholders and potential investors are advised to exercise caution when dealings in the Shares.

Reference is made to the announcement of the Company dated 28 August 2013 (the "Announcement") providing, among other matters, updates on the listing status of the Company and the submission of the August Proposal on 21 August 2013. Unless otherwise specified, terms used herein shall have the same meanings as those defined in the Announcement.

## **BACKGROUND**

On 23 November 2012, the Stock Exchange issued the Letter to inform the Company that it had placed the Company into in the third stage of delisting on 5 December 2012 under Practice Note 17 to the Listing Rules. The third stage of delisting has expired on 4 June 2013. The Letter also set out a number of conditions (the "**Resumption Conditions**") which the Company has to fulfill before the Resumption is allowed to take place. Details of the Letter were included in the announcements made by the Company and the Stock Exchange respectively on 5 December 2012.

The Company submitted the May Proposal to the Stock Exchange on 20 May 2013. However, the Listing Committee considered the Company's case on 13 June 2013 and considered that the May Proposal is not viable. The Listing Committee made the Decision

that the listing of the Shares on the Stock Exchange be cancelled in accordance with Practice Note 17 to the Listing Rules. In this regard, the Company submitted its request for a review of the Decision on 18 June 2013.

To provide the Listing (Review) Committee with the updated resumption plan of the Company based on the May Proposal and seek the Stock Exchange's approval for the implementation of the resumption plan of the Company to achieve the Resumption, the Company submitted the August Proposal, which includes the Proposed Acquisition, the Open Offer, the Increase in Authorised Share Capital and the CWA Subscription, on 21 August 2013. The Review Hearing was held on 26 September 2013.

# APPROVAL FOR THE AUGUST PROPOSAL

The Company is pleased to announce that on 27 September 2013, the Company was informed by the Stock Exchange that upon consideration of all the submissions (both written and verbal) made by the Company and the Listing Division by the Listing (Review) Committee, the Listing (Review) Committee decided to overturn the Decision and allow the Company to proceed with the August Proposal, subject to the condition that the underwriting and sub-underwriting arrangements set out in the August Proposal will not be used as conduits for increasing the shareholding of Westlake Electronics in the Company.

The Listing (Review) Committee is satisfied that, subject to compliance with the aforesaid condition, the Listing Committee's concerns set out in its letter to the Company dated 14 June 2013 stating the Decision have been addressed.

# STATUS OF THE RESUMPTION CONDITIONS AND THE AUGUST PROPOSAL

The Company is endeavoring to fulfill the Resumption Conditions and carry out the August Proposal as soon as possible. In particular, the Circular containing, among other things, (a) further information in respect of (i) the Proposed Acquisition and the Target Company including but not limited to its financial information; (ii) the Open Offer; (iii) the Increase in Authorised Share Capital; (iv) the change of board lot size; and (v) the CWA Subscription; and (b) a notice to convene the EGM at which resolutions will be proposed to approve each of the aforesaid except for the change of board lot size, will be despatched to the Shareholders as soon as practicable in compliance with the Listing Rules.

The Company shall also make announcement(s) as and when appropriate to inform the Shareholders and potential investors in the event that there are any material updates in relation to the above.

# CONTINUED SUSPENSION OF TRADING IN THE SHARES

Trading in the Shares on the Stock Exchange has been suspended since 14 February 2008. Until satisfaction of all the Resumption Conditions as well as the August Proposal, trading in the Shares will continue to be suspended. The release of this announcement does not indicate that the Shares will resume trading and that the approval for the Resumption will be granted. Accordingly, Shareholders and potential investors are advised to exercise caution when dealings in the Shares.

By order of the Board

Mitsumaru East Kit (Holdings) Limited

Siu Chi Ming

Executive Director

Hong Kong, 30 September 2013

As at the date of this announcement, the executive Directors are Mr. Siu Chi Ming and Mr. Tang Chin Wan, the independent non-executive Directors are Ms. Au Shui Ming and Mr. Martin He.

In the event of any inconsistency, the English text of this announcement shall prevail over the Chinese text.

This announcement will remain on the "Latest Listed Company Information" page of the website of the Stock Exchange and the website of the Company for at least seven days from the date of its posting.