

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



## **FREEMAN CORPORATION LIMITED**

**民豐控股有限公司**

*(incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 279)**

### **EXPECTED TIMETABLE FOR PROPOSED CAPITAL REORGANISATION**

The Petition is scheduled to be heard by the Court on 31st July, 2009 (Cayman time). If the Court sanctions the Adjustment Proposal and assuming all the other conditions for the Capital Reorganisation set out in the Circular are fulfilled, the Capital Reorganisation will take effect following the registration of the order and the minutes approved by the Court with the Registrar of Companies of the Cayman Islands. On such basis, the trading arrangements in respect of dealings in the Company's existing Shares and the Adjusted Shares on the Stock Exchange will be implemented in accordance with the expected timetable set out below.

**Shareholders and investors should note that the outcome of the hearing of the Petition is entirely within the jurisdiction of the Court, which may exercise its discretion to grant or not grant the order as it sees fit. The timetable below will not be implemented if the Petition is not heard by the Court or the Court does not sanction the Adjustment Proposal on 31st July, 2009 (Cayman time) or the order and the minutes are not registered with the Registrar of Companies of Cayman Islands between 4:00 p.m. on 5th August, 2009 (Hong Kong time) and 9:00 a.m. on 6th August, 2009 (Hong Kong time).**

Further announcement(s) will be made by the Company on the outcome of the Court hearing and/or the actual timetable for the implementation of the Capital Reorganisation, if and when appropriate.

Reference is made to the announcement of the Company dated 3rd April, 2009 (the "Announcement") and the circular of the Company dated 24th April, 2009 (the "Circular"). Unless the context herein otherwise requires, terms used in this announcement shall have the same meanings as in the Announcement and the Circular.

## PETITION

The petition for the confirmation of the Adjustment Proposal (the “Petition”) is scheduled to be heard by the Court on 31st July, 2009 (Cayman time). The Capital Reorganisation is conditional, among other things, on the Court sanctioning the Adjustment Proposal and the registration by the Company with the Registrar of Companies of the Cayman Islands an official copy of the order and the minutes approved by the Court.

## EXPECTED TIMETABLE FOR CAPITAL REORGANISATION

Assuming the Court grants the order on 31st July, 2009 (Cayman time) and the order and the minutes are registered with the Registrar of Companies of the Cayman Islands between 4:00 p.m. on 5th August, 2009 (Hong Kong time) and 9:00 a.m. on 6th August, 2009 (Hong Kong time) and other conditions of the Capital Reorganisation are fulfilled before 9:00 a.m. on 6th August, 2009 (Hong Kong time), set out below is the expected timetable for the implementation of the Capital Reorganisation.

**Shareholders and investors should note that the outcome of the hearing of the Petition is entirely within the jurisdiction of the Court, which may exercise its discretion to grant or not grant the order as it sees fit. The timetable below will not be implemented if the Petition is not heard by the Court or the Court does not sanction the Adjustment Proposal on 31st July, 2009 (Cayman time) or the order and the minutes are not registered with the Registrar of Companies of the Cayman Islands between 4:00 p.m. on 5th August, 2009 (Hong Kong time) and 9:00 a.m. on 6th August, 2009 (Hong Kong time).**

2009

Effective date of the Capital Reorganisation	after 4:00 pm, Wednesday, 5th August
Commencement of dealings in Adjusted Shares	Thursday, 6th August
Original counter for trading in Existing Shares (in board lots of 10,000 Existing Shares) closed	9:30 am, Thursday, 6th August
Temporary counter for trading in Adjusted Shares in board lots of 1,000 Adjusted Shares (in form of existing share certificates) opens	9:30 am, Thursday, 6th August
Free exchange of existing share certificates for new share certificates for the Adjusted Shares commences	Thursday, 6th August
Designated broker starts to stand in the market to provide matching services for the sale and purchase of odd lots of Adjusted Shares	9:30 am, Thursday, 20th August

Original counter for trading in Adjusted Shares (in board lots of 5,000 Adjusted Shares) re-opens	9:30 am, Thursday, 20th August
Parallel trading in Adjusted Shares (in form of new and existing certificate) begins	9:30 am, Thursday, 20th August
Temporary counter for trading in Adjusted Shares in board lots of 1,000 Adjusted Shares (in form of existing share certificates) close	4:00 pm, Thursday, 10th September
Parallel trading in Adjusted Shares (in form of new and existing certificate) ends	4:00 pm, Thursday, 10th September
Designated broker ceases to stand in the market to provide matching services for the sale and purchase of odd lots of Adjusted Shares	4:00 pm, Thursday, 10th September
Last day of free exchange of existing share certificates for new share certificates	Monday, 14th September

*Notes:*

- i. Unless otherwise stated, all times and dates in this announcement refer to Hong Kong local times and dates. Dates or deadlines specified in expected timetable above are indicative only. Any changes to the expected timetable will be announced.*
- ii. The timetable above depends on the results of the relevant Court hearings and the dates are therefore tentative.*

Further announcement(s) will be made by the Company on the outcome of the Court hearing and/or the actual timetable for the implementation of the Capital Reorganisation, if and when appropriate.

## **FREE EXCHANGE OF ADJUSTED SHARE CERTIFICATES AND TRADING ARRANGEMENTS**

Subject to the Capital Reorganisation becoming effective, holders of the Existing Shares may submit their green certificates for Existing Shares to Tricor Secretaries Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong (the "Registrar") for exchange, at the expenses of the Company, for blue certificates for Adjusted Shares from 6th August, 2009 to 14th September, 2009 (both days inclusive). Thereafter, certificates for Existing Shares will be accepted for exchange only on payment of a fee of HK\$2.50 (or such other maximum amount as may from time to time be allowed by the Stock Exchange) for each new certificate issued or old certificate cancelled, whichever the number is greater. It is expected that new certificates for Adjusted Shares will be available for collection within a period of ten business days from the date of submission of certificates for Existing Shares to the Registrar for exchange. Certificates for Existing Shares will cease to be marketable and will not be acceptable for dealing purpose(s) after 10th September 2009. Nevertheless, certificates for Existing Shares will continue to be good evidence of legal title and may be exchanged for certificates for Adjusted Shares at any time at the expenses of the Shareholders in question.

The Company has appointed Chung Nam Securities Limited as an agent to provide matching services for the odd lots of Adjusted Shares arising from the Capital Reorganisation on a best effort basis during the period from 9:30 a.m. on 20th August, 2009 to 4:00 p.m. on 10th September, 2009 (both dates inclusive). Holders of the Adjusted Share(s) in odd lots who wish to take advantage of this matching facility either to dispose of their odd lots of Adjusted Shares or to top up to a board lot of 5,000 Adjusted Shares, may contact Mr. Cecil Chan of Chung Nam Securities Limited of 26th Floor, China United Centre, 28 Marble Road, North Point, Hong Kong at telephone number (852) 3198 0838 during office hours. Shareholders should note that successful matching of the sale and purchase of odd lots of the Adjusted Shares is not guaranteed.

Application has been made to the Listing Committee of the Stock Exchange for listing of, and permission to deal in, the Adjusted Shares and any Adjusted Shares which may be issued pursuant to the exercise of options that may be granted under the share option scheme of the Company.

By order of the Board of  
**FREEMAN CORPORATION LIMITED**  
**Lo Kan Sun**  
Managing Director

Hong Kong, 17th June, 2009

As at the date of this announcement, the Board comprises the following Directors:-

Executive Directors:

Dr. Yang Fan Shing, Andrew (Chairman)  
Mr. Lo Kan Sun (Managing Director)  
Ms. Kwok Wai Ming  
Ms. Au Shuk Yee, Sue  
Mr. Scott Allen Phillips

Independent Non-executive Directors:

Mr. Chiu Siu Po  
Ms. Hui Wai Man, Shirley  
Mr. Gary Drew Douglas  
Mr. Peter Temple Whitelam

Alternate Director to Ms. Kwok Wai Ming:

Ms. Chong Wing Sze