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This announcement appears for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for the securities of KEE Holdings Company Limited.

Glory Emperor Trading Limited

耀帝貿易有限公司

(Incorporated in the British Virgin Islands with limited liability)

**DESPATCH OF OFFER DOCUMENT RELATING TO
THE MANDATORY UNCONDITIONAL CASH OFFERS BY
CHINA INTERNATIONAL CAPITAL CORPORATION
HONG KONG SECURITIES LIMITED ON BEHALF OF
GLORY EMPEROR TRADING LIMITED
FOR ALL THE ISSUED SHARES IN
(OTHER THAN THOSE SHARES ALREADY OWNED OR AGREED TO BE ACQUIRED
BY GLORY EMPEROR TRADING LIMITED AND
PARTIES ACTING IN CONCERT WITH IT)
AND TO CANCEL ALL THE OUTSTANDING SHARE OPTIONS OF
KEE HOLDINGS COMPANY LIMITED
(STOCK CODE: 2011)**

Financial adviser to Glory Emperor Trading Limited



China International Capital Corporation Hong Kong Securities Limited

The Offer Document relating to the Offers containing, among other things, details of the terms of the Offers and general information of the Offeror, together with the accompanying Forms of Acceptance have been despatched to the Shareholders and the Optionholders of KEE Holdings Company Limited (the “Offeree”) on 20 January 2016.

In accordance with the Takeovers Code, a Response Document will be sent to the Shareholders and the Optionholders by the Offeree within 14 days from the posting of the Offer Document, unless the Executive consents to a later date and the Offeror agrees to extend the Closing Day.

The Shareholders and the Optionholders are advised to read the Offer Document and the Offeree’s Response Document before taking any action on the Offers.

The Shareholders, the Optionholders and/or potential investors of the Offeree should exercise caution when dealing in the securities of the Offeree, and if they are in any doubt about their position, they should consult their professional advisers.

The Offeror reminds its associates of the dealing restrictions under the Takeovers Code and their duties to disclose their permitted dealings, if any, in any securities of the Offeree.

References are made to (i) the announcements dated 9 November 2015, 30 November 2015 and 13 January 2016 jointly issued by the Offeree and the Offeror; and (ii) the offer document dated 20 January 2016 issued by the Offeror (the “**Offer Document**”). Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Offer Document.

DESPATCH OF THE OFFER DOCUMENT

The Offer Document relating to the Offers containing, among other things, details of the terms of the Offers and general information of the Offeror, together with the accompanying Forms of Acceptance have been despatched to the Shareholders and the Optionholders on 20 January 2016.

In accordance with the Takeovers Code, a Response Document will be sent to the Shareholders and the Optionholders by the Offeree within 14 days from the posting of the Offer Document, unless the Executive consents to a later date and the Offeror agrees to extend the Closing Day.

The Shareholders and the Optionholders are advised to read the Offer Document and the Offeree’s Response Document before taking any action on the Offers.

EXPECTED TIMETABLE

2016

Set out below is the expected timetable of the Offers as extracted from the Offer Document. The expected timetable set out below is indicative only and may be subject to change. Any changes to the timetable will be announced by the Offeror.

Despatch date of the Offer Document and the accompanying Forms of Acceptance and the commencement date of the Offers (*Note 1*) Wednesday, 20 January

Latest date for the posting of the Response Document (*Note 2*) Wednesday, 3 February

Latest time and date for acceptance of the Offers (*Note 3*)no later than 4:00 p.m. on
Wednesday, 17 February

Closing Day (*Note 3*)..... Wednesday, 17 February

Announcement of the result of the Offers, as at the Closing Day,
on the website of the Stock Exchange (*Note 3*).....no later than 7:00 p.m. on
Wednesday, 17 February

Latest date for the posting of remittance for the amount due in respect of
valid acceptance received under the Offers (*Note 4*)..... Friday, 26 February

Notes:

1. The Offers, which are unconditional, are made on the date of posting of the Offer Document, and are capable of acceptance on and from that date until the Closing Day, or if the Offers are extended, any subsequent closing date of the Offers as extended and announced by the Offeror in accordance with the Takeovers Code.
2. In accordance with the Takeovers Code, the Company is required to post the Response Document to the Shareholders and Optionholders within 14 days from the posting of the Offer Document, unless the Executive consents to a later date and the Offeror agrees to extend the closing date by the number of days in respect of which the delay in the posting of the Response Document is agreed.
3. In accordance with the Takeovers Code, where the Response Document is posted after the date on which the Offer Document is posted, the Offers must remain open for acceptance for at least 28 days following the date on which the Offer Document is posted. The latest time for acceptance is at 4:00 p.m. on the Closing Day. The Offeror reserves its right, as permitted under the Takeovers Code, to revise or extend the Offers 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 revision or extension of the Offers, which will state the next closing date.
4. Remittances in respect of the cash consideration (after deducting the seller's ad valorem stamp duty, where applicable) payable for the Offer Shares and cash consideration payable for Share Options tendered under the Offers will be posted by ordinary post to the Independent Shareholders/the Optionholders accepting the Offers at their own risk as soon as possible, but in any event within 7 Business Days following the date of receipt by the Registrar (in respect of the Share Offer) or the Company Secretary (in respect of the Option Offer) from the Independent Shareholders and Optionholders, respectively, accepting the Offers of all the relevant documents to render the acceptance under the Offers complete and valid in accordance with the Takeovers Code.

Acceptances of the Offers shall be irrevocable and not capable of being withdrawn, except in the circumstances as set out in the section headed "Right of Withdrawal" in Appendix I to the Offer Document.

If there is a tropical cyclone warning signal number 8 or above, or a "black" rainstorm warning in force in Hong Kong:

- (a) at any local time before 12:00 noon but no longer in force after 12:00 noon on the latest date for acceptance of the Offers and the latest date for posting of remittances for the amounts due under the Offers in respect of valid acceptances, the latest time for acceptance of the Offers and the posting of remittances will remain at 4:00 p.m. on the same Business Day; or

- (b) at any local time between 12:00 noon and 4:00 p.m. on the latest date for acceptance of the Offers and the latest date for posting of remittances for the amounts due under the Offers in respect of valid acceptances, the latest time for acceptance of the Offers and the posting of remittances 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.

All time and date references contained in this announcement and the Offer Document and the Forms of Acceptance refer to Hong Kong time and dates.

CONDITIONS OF THE OFFERS

The Offers are unconditional in all respects and are not conditional upon acceptances being received in respect of a minimum number of Shares or Share Options or any other conditions.

WARNING

The Shareholders and the Optionholders are advised to read the Offer Document and the Offeree's Response Document before taking any action on the Offers.

The Shareholders, the Optionholders and/or potential investors of the Offeree should exercise caution when dealing in the securities of the Offeree, and if they are in any doubt about their position, they should consult their professional advisers.

The Offeror reminds its associates of the dealing restrictions under the Takeovers Code and their duties to disclose their permitted dealings, if any, in any securities of the Offeree.

By order of the board of
Glory Emperor Trading Limited
Mr. Liu Chang
Director

Hong Kong, 20 January 2016

As at the date of this announcement, there is one director of the Offeror namely Mr. Liu Chang. As at the date of this announcement, there are seven directors of Zhonghong, namely Mr. Wang Yonghong, Mr. Cui Wei, Mr. Jin Jie, Mr. Liu Zuming, Mr. Lin Yingshi, Ms. Li Yaping and Mr. Lan Qingxin.

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