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

CHINA SUN CORPORATION
*(incorporated in the British Virgin Islands
with limited liability)*

CENTRAL EAGLE LIMITED
*(incorporated in the British Virgin Islands
with limited liability)*

GOLDEN DIAMOND INC.
*(incorporated in the British Virgin Islands
with limited liability)*

KEE

KEE HOLDINGS COMPANY LIMITED
開易控股有限公司
*(incorporated in the Cayman Islands
with limited liability)*
(Stock Code: 2011)

JOINT ANNOUNCEMENT

- (1) CLOSE OF MANDATORY UNCONDITIONAL CASH OFFER BY
LEGO SECURITIES LIMITED
FOR AND ON BEHALF OF CHINA SUN CORPORATION, CENTRAL
EAGLE LIMITED AND GOLDEN DIAMOND INC.
TO ACQUIRE ALL THE ISSUED SHARES IN THE CAPITAL OF
KEE HOLDINGS COMPANY LIMITED
(OTHER THAN THOSE ALREADY OWNED OR AGREED TO BE
ACQUIRED BY
CHINA SUN CORPORATION, CENTRAL EAGLE LIMITED AND
GOLDEN DIAMOND INC. AND PARTIES ACTING IN CONCERT
WITH EACH OF THEM);**
- (2) RESULTS OF THE OFFER;**
- (3) PUBLIC FLOAT;**
- AND**
- (4) SUSPENSION OF TRADING IN SHARES**

Financial Adviser to the Joint Offerors



CLOSE OF THE OFFER

The Joint Offerors and the Company jointly announce that the Offer was closed at 4:00 p.m. on Friday, 20 September 2019 and was not revised or extended by the Joint Offerors.

RESULTS OF THE OFFER

As at 4:00 p.m. on Friday, 20 September 2019, being the latest time and date of acceptance of the Offer, the Joint Offerors have received 15 valid acceptances in respect of a total of 78,157,000 Offer Shares, representing approximately 16.82% of the entire issued share capital of the Company as at the date of this joint announcement.

PUBLIC FLOAT OF THE COMPANY

Immediately upon the close of the Offer and as at the date of this joint announcement, subject to the completion of the transfer to the Joint Offerors of those Offer Shares acquired by them under the Offer, 60,557,400 Shares, representing approximately 13.03% of the entire issued share capital of the Company as at the date of this joint announcement, are held by the public (as defined under the Listing Rules). Accordingly, as at the date of this joint announcement, the Company does not satisfy the minimum public float requirement of 25% as set out under Rule 8.08(1)(a) of the Listing Rules.

The Company has therefore made an application to the Stock Exchange for a temporary waiver from strict compliance with Rule 8.08(1)(a) of the Listing Rules for the period commencing from 20 September 2019 (being the closing date of the Offer) up to and including 20 December 2019 and the Joint Offerors will take appropriate steps, including but not limited to, engaging a placing agent or disposing on the open market such number of Shares to independent third parties not connected with the Company or any of its core connected persons and parties not acting in concert with each of the Joint Offerors to restore the minimum public float as early as practicable.

SUSPENSION OF TRADING IN SHARES

Pursuant to Note 1 to Rule 8.08(1)(b) of the Listing Rules, trading in the Shares will be suspended as the percentage of the public float has fallen below 15% following the close of the Offer. At the request of the Company, trading in the Shares on the Stock Exchange will be suspended with effect from 9:00 a.m. on 23 September 2019, being the trading day immediately after the close of the Offer and further announcement(s) will be made by the Company regarding restoration of the public float and resumption of trading in the Shares as soon as possible.

Reference is made to the composite and response document jointly issued by KEE Holdings Company Limited (the “**Company**”) and China Sun Corporation, Central Eagle Limited and Golden Diamond Inc. (collectively, the “**Joint Offerors**”) dated 30 August 2019 (the “**Composite Document**”) relating to the mandatory unconditional cash offer by Lego Securities Limited for and on behalf of the Joint Offerors to acquire all the issued shares in the Company (other than those already owned or agreed to be acquired by the Joint Offerors and parties acting in concert with each of them) (the “**Offer**”). Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Composite Document.

CLOSE OF THE OFFER

The Joint Offerors and the Company jointly announce that the Offer was closed at 4:00 p.m. on Friday, 20 September 2019, and was not revised or extended by the Joint Offerors.

RESULTS OF THE OFFER

As at 4:00 p.m. on Friday, 20 September 2019, being the latest time and date for acceptance of the Offer, the Joint Offerors have received 15 valid acceptances in respect of a total of 78,157,000 Offer Shares, representing approximately 16.82% of the entire issued share capital of the Company as at the date of this joint announcement.

SETTLEMENT OF THE OFFER

Based on the 15 valid acceptances in respect of 78,157,000 Offer Shares and the Offer Price of HK\$1.677 per Offer Share, the total consideration of the Offer is HK\$131,069,289.

Remittances in respect of the cash consideration (after deducting the seller’s Hong Kong ad valorem stamp duty) payable for the Offer Shares tendered under the Offer will be despatched to the Independent Shareholders accepting the Offer by ordinary post at their own risk as soon as possible, but in any event within seven (7) Business Days following the date on which the duly completed and valid Forms of Acceptance and the relevant documents of title in respect of such acceptances are received to render such acceptance complete and valid in accordance with the Takeovers Code.

SHAREHOLDING STRUCTURE OF THE COMPANY

The following table sets out the shareholding structure of the Company (i) immediately upon the Completion and before the commencement of the opening for acceptance of the Offer; and (ii) immediately upon the close of the Offer (assuming that the transfer to the Joint Offerors of these Offer Shares acquired by the Joint Offerors under the Offer has been completed) and as at the date of this joint announcement:

	Immediately upon the Completion and before the commencement of the opening for acceptance of the Offer		Immediately upon the close of the Offer (assuming that the transfer to the Joint Offerors of these Offer Shares acquired by the Joint Offerors under the Offer has been completed) and as at the date of this joint announcement	
	<i>Number of Shares</i>	<i>Approximate %</i>	<i>Number of Shares</i>	<i>Approximate %</i>
<i>The Joint Offerors and parties acting in concert with each of them (Note)</i>				
— China Sun	134,072,019	28.84	166,206,331	35.76
— Central Eagle	124,304,440	26.74	154,097,663	33.15
— Golden Diamond	<u>67,713,141</u>	<u>14.57</u>	<u>83,942,606</u>	<u>18.06</u>
Sub-total:	326,089,600	70.16	404,246,600	86.97
Public Shareholders	<u>138,714,400</u>	<u>29.84</u>	<u>60,557,400</u>	<u>13.03</u>
Total:	<u><u>464,804,000</u></u>	<u><u>100.00</u></u>	<u><u>464,804,000</u></u>	<u><u>100.00</u></u>

Note: Noble Wisdom is the lender to the Joint Offerors under the NW Facility Agreement and a warrantor under the SPA, as such is presumed as a party acting in concert with the Joint Offerors.

Save as disclosed above, none of the Joint Offerors or parties acting in concert with each of them (i) held, controlled or directed any Shares and rights over Shares immediately before the commencement of the Offer Period; nor (ii) has acquired or agreed to acquire any Shares or rights over Shares during the Offer Period. Further, neither the Joint Offerors nor any parties acting in concert with each of them has borrowed or lent any relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) of the Company during the Offer Period and up to and including the date of this joint announcement.

PUBLIC FLOAT OF THE COMPANY

Immediately upon the close of the Offer and as at the date of this joint announcement, subject to the completion of the transfer to the Joint Offerors of those Offer Shares acquired by them under the Offer, 60,557,400 Shares, representing approximately 13.03% of the entire issued share capital of the Company as at the date of this announcement, are held by the public (as defined under the Listing Rules). Accordingly, as at the date of this joint announcement, the Company does not satisfy the minimum public float requirement as set out under Rule 8.08(1)(a) of the Listing Rules.

The Company has therefore make an application to the Stock Exchange for a temporary waiver from strict compliance with Rule 8.08(1)(a) of the Listing Rules for the period commencing from 20 September 2019 (being the closing date of the Offer) up to and including 20 December 2019 and the Joint Offerors will take appropriate steps including but not limited to, engaging a placing agent or disposing on the open market such number of Shares to independent third parties not connected with the Company or any of its core connected persons and parties not acting in concert with the Joint Offerors to restore the minimum public float as early as practicable. Further announcement(s) will be made by the Company regarding the restoration of the public float as and when appropriate.

SUSPENSION OF TRADING IN SHARES

Pursuant to Note 1 to Rule 8.08(1)(b) of the Listing Rules, trading in the Shares will be suspended as the percentage of the public float has fallen below 15% following the close of the Offer. At the request of the Company, trading in the Shares on the Stock Exchange will be suspended with effect from 9:00 a.m. on 23 September 2019, being the trading day immediately after the close of the Offer and further announcement(s) will be made by the Company regarding restoration of the public float and resumption of trading in the Shares as soon as possible.

By Order of the sole director of
China Sun Corporation
Qiu Chuanzhi
Sole Director

By Order of the board of directors of
Central Eagle Limited
Zhuang Weidong
Director

By Order of the board of directors of
Golden Diamond Inc.
Lin Ping
Director

By Order of the Board of
KEE Holdings Company Limited
Wu David Hang
Chairman

Hong Kong, 20 September 2019

As at the date of this joint announcement, the executive Directors are Mr. Wu David Hang and Mr. Yau Chi Chiu; and the independent non-executive Directors are Mr. Yau Pak Yue, Mr. Lu Nim Joel and Mr. Leung Ka Yin.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than those relating to the Joint Offerors and parties acting in concert with each of them), 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 directors of the Joint Offerors) have been arrived at upon 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 at the date of this joint announcement, the sole director of China Sun is Mr. Qiu Chuanzhi. The sole director of China Sun accepts full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the Group, Central Eagle, Golden Diamond and parties acting in concert with any of them) and confirms that having made all reasonable enquiries, that to the best of his knowledge, opinions expressed in this joint announcement (other than those expressed by the directors of the Company, Central Eagle and Golden Diamond) have been arrived at upon 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.

As at the date of this joint announcement, the directors of Central Eagle are Mr. Zhuang Weidong and Mr. Wu Jingming. The directors of Central Eagle jointly and severally accept full responsibility for the accuracy of information contained in this joint announcement (other than information relating to the Group, China Sun, Golden Diamond and parties acting in concert with any of them) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the directors of the Company, China Sun and Golden Diamond) have been arrived at upon 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.

As at the date of this joint announcement, the directors of Golden Diamond are Ms. Lin Ping, Mr. Mak Yung Pan Andrew and Ms. Pan Lu. The directors of Golden Diamond jointly and severally accept full responsibility for the accuracy of information contained in this joint announcement (other than information relating to the Group, China Sun, Central Eagle and parties acting in concert with any of them) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the directors of the Company, China Sun and Central Eagle) have been arrived at upon 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.