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**GREEN PARADE LIMITED**  
*(Incorporated in the BVI with limited liability)*



## **JOINT ANNOUNCEMENT**

### **DESPATCH OF COMPOSITE DOCUMENT**

Reference is made to the announcements jointly issued by Green Parade Limited (the “**Offeror**”) and Chanco International Group Limited (the “**Company**”) on 28 July 2015 and 18 August 2015 (the “**Joint Announcements**”) in relation to, among other things, the agreement for the sale and purchase of shares in the Company and the possible mandatory unconditional cash offers by Optima Capital Limited on behalf of the Offeror to acquire all the issued shares of the Company (other than those already owned or agreed to be acquired by the Offeror and parties acting in concert with it) and to cancel all outstanding share options of the Company. Capitalised terms used herein have the same meanings as defined in the Joint Announcements unless the context otherwise requires.

### **DESPATCH OF COMPOSITE DOCUMENT**

The Composite Document containing, among other things, (i) details of the mandatory unconditional cash offer by Optima Capital on behalf of the Offeror to acquire the Offer Shares (the “**Offer**”) and its terms and conditions (including the expected timetable); (ii) the letter from the Independent Board Committee containing its recommendation to the Independent Shareholders in respect of the Offer; (iii) the letter of advice from the Independent Financial Adviser to the Independent Board Committee in connection with the Offer; and (iv) the form of acceptance and transfer in respect of the Offer (the “**Acceptance Form**”) has been despatched to the Shareholders on 31 August 2015 in accordance with the Takeovers Code.

## EXPECTED TIMETABLE

The expected timetable for the Offer is set out below, which is indicative only and may be subject to change. Any change to the timetable will be jointly announced by the Offeror and the Company as and when appropriate. Unless otherwise specified, all time and dates set out below refer to Hong Kong local time and dates.

2015

Despatch date of the Composite Document and the accompanying Acceptance Form and the Offer opens for acceptance (*Note 1*) . . . . . Monday, 31 August

The Offer becomes unconditional in all respects upon Completion and the announcement of the Offer having become unconditional in all respects to be posted on the Stock Exchange's website (*Note 2*) . . . . . on or before Monday, 7 September

Latest time and date for acceptance of the Offer (*Notes 3, 4 and 8*) . . . . . 4:00 p.m. on Monday, 21 September

Closing Date of the Offer (*Notes 1, 3, 5 and 8*) . . . . . Monday, 21 September

Announcement of the results of the Offer (or its extension or revision, if any) to be posted on the Stock Exchange's website (*Note 6*) . . . . . by 7:00 p.m. on Monday, 21 September

Latest date of posting of remittances in respect of valid acceptances received under the Offer on or before 4:00 p.m. on the Closing Date (*Notes 7 and 8*) . . . . . Friday, 2 October

### Notes:

1. The Offer is made on the date of posting of the Composite Document, and is capable of acceptance on and from 31 August 2015 until the closing date of the Offer on 21 September 2015 (the "**Closing Date**"). Acceptances of the Offer shall be irrevocable and not capable of being withdrawn, except in the circumstances set out in the section headed "Right of withdrawal" in Appendix I to the Composite Document.
2. It is the intention of the parties to the Agreement that Completion shall take place on or before 7 September 2015, upon which the Offer shall become unconditional in all respects. In accordance with the Takeovers Code, where the Offer becomes or is declared unconditional in all respects, at least 14 days' notice in writing must be given before the Offer is closed to the Independent Shareholders who have not accepted the Offer and an announcement must be published.

3. In accordance with the Takeovers Code, the Offer must initially be open for acceptance for at least 21 days following the date on which the Composite Document is posted. Where the Offer Period (has the meaning ascribed to it in the Takeovers Code) laid down by the Takeovers Code ends on a day which is not a day on which the Stock Exchange is open for transaction of business (the “**Stock Exchange Business Day**”), the period is extended until the next Stock Exchange Business Day.
4. The Independent Shareholders are required to submit the duly completed and signed Acceptance Form to the branch registrar of the Company in Hong Kong (the “**Registrar**”), Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17/F, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong, on or before 4:00 p.m. on 21 September 2015, being the Closing Date, in order to accept the Offer.
5. The Offer will become unconditional in all respects upon Completion. As the Vendors and the Guarantors have undertaken not to accept the Offer in respect of any Shares held by them, the Offer is not capable of becoming unconditional until Completion takes place. Pursuant to the Takeovers Code, the Offer will lapse if Completion does not take place and the Offer does not become unconditional as to acceptances before 7:00 p.m. on 30 October 2015, being the 60th day after the day the Composite Document is posted.
6. In accordance with the Takeovers Code, an announcement will be issued on the website of the Stock Exchange by 7:00 p.m. on the Closing Date stating the results of the Offer and whether the Offer has been extended, revised or expired. In the event that the Offeror decides to extend the Offer after the Offer has become unconditional as to acceptances and the announcement does not specify the next closing date, at least 14 days’ notice by way of an announcement will be given before the Offer is closed to those Independent Shareholders who have not accepted the Offer.
7. Remittances in respect of the cash consideration (after deducting the seller’s ad valorem stamp duty) payable for the Offer Shares tendered under the Offer will be made to the Independent Shareholders accepting the Offer by ordinary post at their own risk as soon as possible, but in any event within seven Stock Exchange Business Days following the later of (i) the date on which the Offer becomes or is declared unconditional in all respects; and (ii) the date of receipt by the Registrar of the duly completed Acceptance Form together with all the valid requisite documents from the Independent Shareholders accepting the Offer in compliance with Note 1 to Rule 30.2 of the Takeovers Code.
8. If there is a tropical cyclone warning signal no. 8 or above, or a black rainstorm warning:
  - (a) in force in Hong Kong 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 Offer or the latest date for posting of remittances for the amounts due under the Offer in respect of valid acceptances, the latest time for acceptance of the Offer or the posting of remittances, as the case may be, will remain at 4:00 p.m. on the same Stock Exchange Business Day; or
  - (b) in force in Hong Kong at any local time between 12:00 noon and 4:00 p.m. on the latest date for acceptance of the Offer or the latest date for posting of remittances for the amounts due under the Offer in respect of valid acceptances, the latest time for acceptance of the Offer or the posting of remittances, as the case may be, will be rescheduled to 4:00 p.m. on the following Stock Exchange 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. or such other day as the Executive may approve in accordance with the Takeovers Code.

Save as mentioned above, if Completion does not take place on the date as stated above, the date on which the Offer becomes unconditional in all respects and other dates mentioned above may be affected. The Offeror and the Company will notify the Shareholders by way of announcement(s) of any change in the expected timetable as soon as possible.

## WARNING

**It is the intention of the parties to the Agreement that Completion shall take place on or before 7 September 2015, upon which the Offer shall become unconditional in all respects. An announcement will be made in this regard in compliance with the Takeovers Code and the Listing Rules. Shareholders are advised to read the Composite Document carefully before taking any action on the Offer and to exercise caution when dealing in the securities of the Company. If Shareholders and potential investors are in any doubt about their position, they should consult their professional advisers.**

By order of the board of  
**Green Parade Limited**  
**Lee Wing Yin**  
*Director*

By order of the Board  
**Chanco International Group Limited**  
**Chan King Hong Edwin**  
*Director*

Hong Kong, 31 August 2015

*As at the date of this joint announcement, the board of directors of the Offeror comprises two directors, namely Mr. Pong Wilson Wai San and Mr. Lee Wing Yin.*

*The directors of the Offeror jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the Group), and confirm, having made all reasonable enquires, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the Group) have been arrived at after 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 Board comprises three executive Directors, namely Mr. Chan King Hong Edwin, Mr. Chan King Yuen Stanley, Ms. Chan Wai Po Rebecca, and three independent non-executive Directors, namely Mr. Fong Pui Sheung David MH, Ms. Chau Cynthia Sin Ha JP and Mr. Or Kam Chung Janson.*

*The Directors jointly and severally accept full responsibility for the accuracy of information contained in this joint announcement (other than that relating to the Offeror and parties acting in concert with it) 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 Offeror and parties acting in concert with it) have been arrived at after 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.*