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## **AMBER HILL FINANCIAL HOLDINGS LIMITED**

### **安山金控股份有限公司**

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

**(Stock Code: 33)**

### **DELAY IN DESPATCH OF CIRCULAR**

Reference is made to the announcement made by Amber Hill Financial Holdings Limited (the “**Company**”) dated 11 September 2020 in relation to, among other things, the Share Consolidation, the Rights Issue, the Irrevocable Undertaking, the Subscription Agreement and the Whitewash Waiver (the “**Announcement**”). Unless the context requires otherwise, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

### **DELAY IN DESPATCH OF CIRCULAR**

As disclosed in the Announcement, the circular (the “**Circular**”) to be issued by the Company containing, among other things, further details of (i) the Share Consolidation; (ii) the Rights Issue; (iii) the Placing; (iv) the Irrevocable Undertaking; (v) the Subscription Agreement; (vi) the Whitewash Waiver; (vii) recommendation of the Connected Transaction Independent Board Committee and the Whitewash Independent Board Committee to the Independent Shareholders; (viii) the letter of advice from the independent financial adviser to the Connected Transaction Independent Board Committee and the Whitewash Independent Board Committee and the Independent Shareholders in relation to the Rights Issue, the Placing, the Irrevocable Undertaking, the Subscription Agreement and the transactions contemplated thereunder and the Whitewash Waiver; and (ix) a notice convening the EGM, was expected to be despatched by the Company within 21 days from the date of the Announcement in compliance with Rule 8.2 of the Takeovers Code (i.e. on or before 2 October 2020).

As additional time is required to finalise certain information to be included in the Circular, including but not limited to the financial information of the Group, the Circular could not be despatched on or before 2 October 2020 as required. Accordingly, an application has been made to the Executive for a waiver from strict compliance with Rule 8.2 of the Takeovers Code and to grant its consent for an extension of time for the despatch of the Circular on or before 12 October 2020 and the Executive has granted the consent for such extension.

## REVISED EXPECTED TIMETABLE OF THE SHARE CONSOLIDATION AND THE RIGHTS ISSUE

The expected timetable for the Share Consolidation and the Rights Issue has been revised accordingly and is set out below. Any such change will be further announced by the Company as and when appropriate.

<b>Event</b>	<b>Date (Hong Kong time)</b>
Despatch of Company's circular in relation to the Share Consolidation, the Rights Issue, the Placing, the Irrevocable Undertaking, the Subscription Agreement and the Whitewash Waiver to the Shareholders together with notice of EGM and proxy form for EGM.....	Monday, 12 October 2020
Latest time for lodging transfer documents of the Shares to qualify for attendance and voting at the EGM .....	4:30 p.m. on Wednesday, 28 October 2020
Closure of register of members of the Company for determining the identity of the Shareholders entitled to attend and vote at the EGM (both dates inclusive).....	Thursday, 29 October 2020 to Wednesday, 4 November 2020
Latest time for lodging proxy forms for the EGM.....	12 noon on Monday, 2 November 2020
Record date for attendance and voting at the EGM .....	Wednesday, 4 November 2020
Expected date and time of the EGM to approve the proposed Share Consolidation, the Rights Issue, the Placing, the Irrevocable Undertaking, the Subscription Agreement and the Whitewash Waiver.....	12 noon on Wednesday, 4 November 2020
Announcement of the poll result of the EGM .....	Wednesday, 4 November 2020
Register of members re-open .....	Thursday, 5 November 2020
Effective date of the Share Consolidation .....	Friday, 6 November 2020
Commencement of dealings in the Consolidated Shares.....	9:00 a.m. on Friday, 6 November 2020

<b>Event</b>	<b>Date (Hong Kong time)</b>
Original counter for trading in Existing Shares in the board lot size of 6,000 Existing Shares (in the form of existing share certificates) temporarily closes.....	9:00 a.m. on Friday, 6 November 2020
Temporary counter for trading in the Consolidated Shares in the board lot size of 600 Consolidated Shares (in the form of existing share certificates) opens.....	9:00 a.m. on Friday, 6 November 2020
First day of free exchange of existing share certificates for new share certificates for Consolidated Share .....	Friday, 6 November 2020
Last day of dealings in the Consolidated Shares on a cum-entitlement basis relating to the Rights Issue .....	Friday, 6 November 2020
First day of dealings in Consolidated Shares on an ex-entitlement basis relating to the Rights Issue.....	Monday, 9 November 2020
Latest time for the Shareholders to lodge transfer documents of Consolidated Shares in order to be qualified for the Rights Issue.....	4:30 p.m. on Tuesday, 10 November 2020
Closure of register of members to determine the eligibility of the Rights Issue (both dates inclusive).....	Wednesday, 11 November 2020 to Tuesday, 17 November 2020
Record date for the Rights Issue .....	Tuesday, 17 November 2020
Register of members re-opens .....	Wednesday, 18 November 2020
Despatch of the Prospectus Documents (including the PAL and the Prospectus) (in case of the Non-Qualifying Shareholders, the Prospectus only).....	Wednesday, 18 November 2020
Original counter for trading in the Consolidated Shares in the board lot size of 6,000 Consolidated Shares (in the form of new share certificates) reopens .....	9:00 a.m. on Friday, 20 November 2020

<b>Event</b>	<b>Date (Hong Kong time)</b>
Parallel trading in the Consolidated Shares (in the form of both existing share certificates and new share certificates) commences.....	9:00 a.m. on Friday, 20 November 2020
Designated broker starts to stand in the market to provide matching services for odd lots of the Consolidated Shares.....	Friday, 20 November 2020
First day of dealings in nil-paid Rights Share .....	Friday, 20 November 2020
Latest time for splitting the PAL .....	4:30 p.m. on Tuesday, 24 November 2020
Last day of dealing in nil-paid Rights Shares .....	Friday, 27 November 2020
Latest time for acceptance of and payment for the Rights Shares .....	4:00 p.m. on Wednesday, 2 December 2020
Announcement of the number of Unsubscribed Rights Shares and NQS Unsold Rights Shares subject to the Compensatory Arrangements .....	Friday, 4 December 2020
Commencement of placing of Unsubscribed Rights Shares and the NQS Unsold Rights Shares by the Placing Agent.....	Monday, 7 December 2020
Latest time of placing of the Unsubscribed Rights Shares and the NQS Unsold Rights Shares by the Placing Agent.....	4:00 p.m. on Wednesday, 9 December 2020
Latest Time for Termination.....	4:00 p.m. on Thursday, 10 December 2020
Temporary counter for trading in the Consolidated Shares in the board lot size of 600 Consolidated Shares (in the form of existing share certificates) closes.....	4:10 p.m. on Thursday, 10 December 2020
Parallel trading in Consolidated Shares (represented by both existing share certificates and new share certificates) ends .....	4:10 p.m. on Thursday, 10 December 2020

<b>Event</b>	<b>Date (Hong Kong time)</b>
Designated broker ceases to provide matching services for odd lots of the Consolidated Shares .....	4:10 p.m. on Thursday, 10 December 2020
Latest time for free exchange of existing share certificates for new share certificates.....	Monday, 14 December 2020
Announcement of results of the Rights Issue (including results of the placing of the Unsubscribed Rights Shares and the NQS Unsold Rights Shares and the amount of the Net Gain per Unsubscribed Rights Share and NQS Unsold Rights Share under the Compensatory Arrangements).....	Wednesday, 16 December 2020
Despatch of share certificates for fully-paid Rights Shares and refund cheques in relation to unsuccessful applications.....	Thursday, 17 December 2020
Commencement of dealings in fully-paid Rights Shares.....	9:00 a.m. on Friday, 18 December 2020
Payment of Net Gain to relevant No Action Shareholders (if any).....	Thursday, 31 December 2020

On behalf of the Board  
**Amber Hill Financial Holdings Limited**  
**Ng Yu**  
*Chairman and Executive Director*

Hong Kong, 30 September 2020

*As at the date of this announcement, the Board comprises four executive Directors, namely Mr. Ng Yu, Mr. Wei Weicheng, Mr. Lin Feng and Mr. Chan Chi Ming; one non-executive Director Mr. Huang Shao Long; and three independent non-executive Directors, namely Mr. Anthony Espina, Mr. Wang Jun Sheng and Mr. Lo Hang Fong.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, 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.*