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GREAT TRADE LIMITED

(incorporated in the British Virgin Islands with limited liability)

IN-PLUS LIMITED

(incorporated in the British Virgin Islands with limited liability)

POWER AIM LIMITED

(incorporated in the British Virgin Islands with limited liability)

WISE CREATIVE LIMITED

(incorporated in the British Virgin Islands with limited liability)

WIDEN SUCCESS HOLDINGS LIMITED

(incorporated in the British Virgin Islands with limited liability)



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XINGDA INTERNATIONAL HOLDINGS LIMITED

興達國際控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1899)

JOINT ANNOUNCEMENT

CONDITIONAL VOLUNTARY CASH PARTIAL OFFER BY CLSA LIMITED ON BEHALF OF THE JOINT OFFERORS TO ACQUIRE A MAXIMUM OF 80,000,000 OFFER SHARES OF XINGDA INTERNATIONAL HOLDINGS LIMITED FROM QUALIFYING SHAREHOLDERS

DELAY IN DESPATCH OF COMPOSITE DOCUMENT

Reference is made to (i) the joint announcement issued by the Joint Offerors and the Company dated 7 December 2022 in relation to the Partial Offer (the “**Rule 3.5 Announcement**”) and (ii) the joint announcement issued by the Joint Offerors and the Company dated 12 December 2022 in relation to the satisfaction of the Pre-Condition to the making of the Partial Offer (the “**Pre-Condition Satisfaction Announcement**”). Unless otherwise defined, capitalised terms used in this joint announcement have the same meanings as those defined in the Rule 3.5 Announcement.

As disclosed in the Rule 3.5 Announcement, the Composite Document which sets out, among other things, (i) the terms of the Partial Offer; (ii) the recommendation from the Independent Board Committee to the Qualifying Shareholders; (iii) the letter of advice from the Independent Financial Adviser to the Independent Board Committee in respect of the Partial Offer; and (iv) the Form of Approval and Acceptance, will, subject to satisfaction of the Pre-Condition, be despatched to the Shareholders within 21 days of the date of the Rule 3.5 Announcement. As disclosed in the Pre-

Condition Satisfaction Announcement, the Pre-Condition was satisfied on 12 December 2022. In light of the foregoing, pursuant to Rule 8.2 of the Takeovers Code, unless the Executive's consent is obtained, the Composite Document in respect of the Partial Offer should normally be despatched by the Joint Offerors and the Company within 21 days of the date of the Rule 3.5 Announcement, i.e. on or before 28 December 2022.

Additional time is required by the Company to prepare and finalise (i) the property valuation report pursuant to Rule 11 of the Takeovers Code (given a substantial part of the Company's properties are situated in the PRC and it is currently expected that additional time will be required for the preparation of the property valuation report as a result of the COVID-19 situation in the PRC); (ii) certain financial information of the Company; and (iii) the letter from the Independent Financial Adviser in relation to the Partial Offer, all of which are to be included in the Composite Document. In addition, a reasonable buffer has been factored in taking into account any possible delay in the printing and despatch arrangements and the upcoming public holidays in Hong Kong. The Company and the Joint Offerors have made an application to the Executive pursuant to Rule 8.2 of the Takeovers Code for, and the Executive is minded to grant, its consent to an extension of time for the despatch of the Composite Document to the Shareholders to a date no later than 27 January 2023.

Further announcement will be made in relation to the despatch of the Composite Document as and when appropriate in accordance with the Takeovers Code.

WARNING: Shareholders and potential investors of the Company should note that the Partial Offer is subject to the satisfaction of the Conditions. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Shares. Persons who are in doubt about their positions should consult their professional advisers.

By Order of the board of Great Trade Limited	By Order of the board of In-Plus Limited	By Order of the board of Power Aim Limited	By Order of the board of Wise Creative Limited	By Order of the board of Widen Success Holdings Limited	By Order of the board of Xingda International Holdings Limited
Liu Jinlan	Liu Xiang	Zhang Yuxiao	Hang Youming	Liu Tao	Liu Jinlan
<i>Sole Director</i>	<i>Sole Director</i>	<i>Sole Director</i>	<i>Sole Director</i>	<i>Sole Director</i>	<i>Chairman of the Board</i>

Shanghai, the PRC, 23 December 2022

As at the date of this joint announcement, the executive Directors are Mr. LIU Jinlan, Mr. LIU Xiang, Mr. TAO Jinxiang and Mr. ZHANG Yuxiao and the independent non-executive Directors are Mr. KOO Fook Sun, Louis, Mr. William John SHARP and Ms. XU Chunhua.

The Directors jointly and severally accept full responsibility for the accuracy of information contained in this joint announcement (other than the information relating to the Joint Offerors and parties acting in concert with any of them, and the Five Parties), 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 each sole director of the Joint Offerors and the Five Parties in their capacity as such) 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 sole director of Great Trade Limited is Mr. LIU Jinlan; the sole director of In-Plus Limited is Mr. LIU Xiang; the sole director of Power Aim Limited is Mr. ZHANG Yuxiao; the sole director of Wise Creative Limited is Mr. HANG Youming.

The sole director of each of Great Trade Limited, In-Plus Limited, Power Aim Limited and Wise Creative Limited jointly and severally accept full responsibility for the accuracy of information contained in this joint announcement (including the information on the Five Parties and the Five BVI Companies but excluding the information relating to the Group and Widen Success Holdings Limited) 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 and the sole director of Widen Success Holdings Limited in their capacity as such) 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 sole director of Widen Success Holdings Limited is Mr. LIU Tao.

The sole director of Widen Success Holdings Limited accepts full responsibility for the accuracy of information contained in this joint announcement (other than the information relating to the Group, the other Joint Offerors, Perfect Sino Limited and the Five Parties) and confirms, having made all reasonable inquiries, that to the best of his knowledge, opinions expressed in this joint announcement (other than those expressed by the Directors, each sole director of the other Joint Offerors and Perfect Sino Limited, and the Five Parties in their capacity as such) 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.