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## **CELEBRATE INTERNATIONAL HOLDINGS LIMITED**

**譽滿國際（控股）有限公司\***

*(In Receivership)*

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

**(Stock code: 8212)**

### **ANNOUNCEMENT PURSUANT TO RULE 3.7 OF THE TAKEOVERS CODE**

This announcement is made by Celebrate International Holdings Limited (the “**Company**”) pursuant to Rule 3.7 of the Code on Takeovers and Mergers (the “**Takeovers Code**”).

Reference is made to the announcements published by the Company on 10 January 2020 in respect of the purported appointment of the joint and several receivers over certain shares of the Company, on 30 January 2020 pursuant to Rules 3.7 and 3.8 of the Takeovers Code, and on 28 February 2020 and 30 March 2020 pursuant to Rules 3.7 of the Takeovers Code, respectively (the “**Announcements**”). Unless otherwise specified, capitalized terms used herein shall have the same meanings as defined in the Announcements.

The board of directors of the Company wishes to update the shareholders and potential investors of the Company that on 6 April 2020 the Company received a letter from the Purported Receivers in which the Purported Receivers notified the Company that they have ceased to act as receivers of the Subject Shares with effect from 30 March 2020.

The Company also received on 6 April 2020 individual substantial shareholder notices pursuant to section 324 of Part XV of the Securities and Futures Ordinance (Cap.571) (“**SFO**”). In the said notices, it was shown that the Purported Receivers have ceased to act as joint and several receivers of the Subject Shares with effect from 30 March 2020.

\* *For identification purposes only*

On 7 April 2020 the Company received a notice in respect of the purported appointment of Messrs. Ho Man Kit and Mok Kwan Leong to replace the Purported Receivers to act as the new joint and several receivers (“**the New Purported Receivers**”) of the Subject Shares. In their letter to the Company, the New Purported Receivers represented that they have been appointed by Southwest Securities to replace the Purported Receivers to act as the joint and several receivers pursuant to the Mortgage and Assignment with effect from 6 April 2020.

Furthermore, the Company also received on 7 April 2020 individual substantial shareholder notices pursuant to section 324 of Part XV of the SFO in respect of the purported appointment of the New Purported Receivers on 6 April 2020.

The Company will make further announcement as and when required under the Rules Governing the Listing of Securities on GEM and/or the Takeovers Code in case any update information obtained on this matter.

**Shareholders and potential investors of the Company shall be aware that the possible sale of the Subject Shares mentioned in this announcement may or may not materialize and the aforesaid general offer may or may proceed. Shareholders and potential investors of the Company are urged to exercise extreme caution when dealing in the shares and/or other securities of the Company.**

**Dealing in the Shares of the Company on The Stock Exchange of Hong Kong Limited has been suspended since 6 June 2019 and will remain suspended until further notice. There is no guarantee that the resumption of trading in the Shares will take place. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Shares of the Company.**

**All directors of the Company jointly and severally accept full responsibility for the accuracy of 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.**

For and on behalf of  
**Celebrate International Holdings Limited**  
譽滿國際(控股)有限公司  
**(Receiver Appointed)**  
**Tang Shing Tung**  
*Receiver*

By Order of the Board  
**Celebrate International Holdings Limited**  
譽滿國際(控股)有限公司  
**(Receiver Appointed)**  
**Suen Yick Lun Philip**  
*Executive Director*

Hong Kong, 8 April 2020

As at the date of this announcement, the Directors of the Company are:

*Executive Directors*

*Mr. Woo Eddie (Chairman)*

*Mr. Suen Yick Lun Philip*

*Mr. Au Wai June*

*Independent Non-executive Directors*

*Mr. Chow Chi Wah Vincent*

*Ms. Chow Mun Yee*

*Mr. Ma Ka Ki*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the “Latest Company Announcements” page of the GEM website for 7 days from the date of its publication and on the Company’s website at <http://www.ciholdings.com.hk>.*

*The English text of this announcement shall prevail over its Chinese text.*