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*This joint announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for the securities of abc Multiactive Limited.*

**BRAVO MERIT MANAGEMENT  
GROUPS LIMITED**

*(Incorporated in the British Virgin Islands with limited liability)*

**abcmultiactive**  
**abc Multiactive Limited**  
**辰罡科技有限公司\***

*(Incorporated in Bermuda with limited liability)*

(Stock Code: 8131)

**JOINT ANNOUNCEMENT  
DESPATCH OF COMPOSITE DOCUMENT IN RELATION TO  
UNCONDITIONAL MANDATORY CASH OFFER BY  
ASTRUM CAPITAL MANAGEMENT LIMITED  
FOR AND ON BEHALF OF  
BRAVO MERIT MANAGEMENT GROUPS LIMITED  
FOR ALL THE ISSUED ORDINARY SHARES IN  
ABC MULTIACTIVE LIMITED  
(OTHER THAN THOSE SHARES ALREADY OWNED  
OR AGREED TO BE ACQUIRED  
BY BRAVO MERIT MANAGEMENT GROUPS LIMITED AND  
THE PARTIES ACTING IN CONCERT WITH IT)**

**Financial adviser to Bravo Merit  
Management Groups Limited**

**Offer agent to Bravo Merit  
Management Groups Limited**



**Independent Financial Adviser to the Independent Board Committee**

**VINCO**  **榮高**  
**Vinco Financial Limited**

Reference is made to (i) the joint announcement issued by Bravo Merit Management Groups Limited (the “**Offeror**”) and abc Multiactive Limited (the “**Company**”) dated 7 September 2023 in relation to the Offer; and (ii) the composite document dated 13 October 2023 jointly issued by the Offeror and the Company (the “**Composite Document**”). Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Composite Document.

## **DESPATCH OF THE COMPOSITE DOCUMENT**

The Composite Document containing, among other things, (i) details of the Offer (including the expected timetable and terms of the Offer); (ii) a letter of recommendation from the Independent Board Committee in relation to the Offer; and (iii) a letter of advice from the Independent Financial Adviser to the Independent Board Committee in relation to the Offer, together with the Form of Acceptance, have been issued and despatched to the Independent Shareholders on 13 October 2023.

### **Expected timetable**

The timetable set out below is indicative only and is subject to change. Any changes to the timetable will be jointly announced by the Offeror and the Company by way of announcement as soon as possible. Unless otherwise specified, all time and date references contained in this joint announcement refer to Hong Kong time and dates.

**2023**

Latest time and date for acceptance of the Offer (Notes 1, 2 and 4) . . . . .	4:00 p.m. on Friday, 3 November
Closing Date (Notes 1 and 2) . . . . .	Friday, 3 November
Announcement of the results of the Offer, to be posted on the website of the Stock Exchange (Note 1) . . . . .	no later than 7:00 p.m. on Friday, 3 November
Latest date for posting of remittances in respect of valid acceptances received under the Offer (Notes 3 and 4) . . . . .	Tuesday, 14 November

*Notes:*

- (1) The Offer, which is unconditional in all respect, is made on the date of posting of this Composite Document, and is capable of acceptance on and from that date until 4:00 p.m. on the Closing Date.

In accordance with the Takeovers Code, the Offer must remain open for acceptance for at least 21 days following the date on which the Composite Document is posted. The latest time and date for acceptance will be at 4:00 p.m. on Friday, 3 November 2023 unless the Offeror revises or extends the Offer in accordance with the Takeovers Code. The Offeror and the Company will jointly issue an announcement through the websites of the Stock Exchange and the Company no later than 7:00 p.m. on Friday, 3 November 2023 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, and the announcement regarding the extension of the Offer 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.

- (2) Beneficial owners of the Shares who hold their Shares in CCASS directly as an investor participant or indirectly via a broker or custodian participant should note the timing requirements (set out in Appendix I to the Composite Document) for causing instructions to be made to CCASS in accordance with the General Rules of CCASS and CCASS Operational Procedures.
- (3) 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 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 (as defined under the Takeovers Code) following the date of receipt by the Registrar of all relevant documents (receipt of which renders such acceptance complete and valid), in accordance with the Takeovers Code. Acceptances of the Offer shall be irrevocable and not capable of being withdrawn, except as permitted under the Takeovers Code. Please refer to the paragraph headed "5. Right of withdrawal" in Appendix I to the Composite Document for further information on the circumstances where acceptances may be withdrawn.
- (4) If there is a tropical cyclone warning signal number 8 or above, or "extreme conditions" caused by super typhoons 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 and the latest date for despatch of remittances for the amounts due under the Offer in respect of valid acceptances, the latest time for acceptance of the Offer will remain at 4:00 p.m. on the same business day (as defined under the Takeovers Code) and the latest date for despatch of remittances will remain on the same business day (as defined under the Takeovers Code);  
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 and the latest date for despatch of remittances for the amounts due under the Offer in respect of valid acceptances, the latest time for acceptance of the Offer will be rescheduled to 4:00 p.m. on the following business day (as defined under the Takeovers Code) which does not have either of those warnings in force at any time between 9:00 a.m. and 4:00 p.m. and the latest date for despatch of remittances will be rescheduled to the following business day (as defined under the Takeovers Code) which does not have either of those warnings in force at any time between 9:00 a.m. and 4:00 p.m.

Save as mentioned above, if the latest time for acceptance of the Offer do not take effect on the date and time as stated above, the other dates mentioned above may be affected. The Offeror and the Company will notify the Independent Shareholders by way of announcement(s) on any change to the expected timetable as soon as practicable.

Shareholders should note that the above timetable is subject to change. Further announcement(s) will be made in the event that there is any change.

## **WARNING**

**Shareholders are encouraged to read the Composite Document and the accompanying Form of Acceptance carefully, in particular (i) the Letter from the Independent Financial Adviser; and (ii) the Letter from the Independent Board Committee therein, before deciding whether or not to accept the Offer.**

**The Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Shares, and if they are in any doubt about their position, they should consult their professional advisers.**

**The Offeror and the Company remind their respective associates of the dealing restrictions under the Takeovers Code and to disclose their permitted dealings, if any, in any securities of the Company.**

By the order of the board of director of  
**Bravo Merit Management Groups Limited**  
**LEUNG Wai Ming**  
*Sole Director*

By the order of the Board of  
**abc Multiactive Limited**  
**Joseph Chi Ho HUI**  
*Chairman*

Hong Kong, 13 October 2023

*As at the date of this joint announcement, the executive Directors are Mr. Joseph Chi Ho HUI and Ms. Clara Hiu Ling LAM; and the independent non-executive Directors are Mr. Kwong Sang LIU and Mr. Edwin Kim Ho WONG.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than any information relating to the Offeror) 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 sole director of the Offeror) 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 the Offeror is Mr. LEUNG Wai Ming.*

*The sole director of the Offeror accepts full responsibility for the accuracy of the information contained in this joint announcement (other than any information relating to the Group) and confirm, 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) 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.*

*This joint announcement will remain on the “Latest Listed Company Information” page of the website of the Stock Exchange of Hong Kong Limited at [www.hkexnews.hk](http://www.hkexnews.hk) for at least 7 days from the date of its publication and on the website of the Company at [www.hklistco.com](http://www.hklistco.com).*

\* *For identification purpose only*