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## SNP CORPORATION LTD SNP LEEFUNG HOLDINGS LIMITED

(Incorporated in Singapore with limited liability Registration number: 197300555N)

## 利豐雅高印刷集團有限公司\*

(Incorporated in Bermuda with limited liability)
(Stock code: 623)

# PROPOSED PRIVATISATION OF SNP LEEFUNG HOLDINGS LIMITED BY SNP CORPORATION LTD

BY WAY OF A SCHEME OF ARRANGEMENT UNDER SECTION 99 OF THE COMPANIES ACT OF BERMUDA (AS AMENDED)

**AND** 

WITHDRAWAL OF LISTING

#### DELAY IN DESPATCH OF SCHEME DOCUMENT

Financial Adviser to SNP Corporation Ltd

### CIMB

**CIMB-GK Securities (HK) Limited** 

Independent Financial Adviser to the Independent Board Committee of SNP Leefung Holdings Limited



The despatch of the Scheme Document will be delayed and it will be sent to Shareholders on or before Monday, 14 August 2006.

A detailed timetable for the Proposal will be set out in the Scheme Document and in the announcement upon despatch of the Scheme Document.

Shareholders and/or potential investors in the Company should be aware that the Proposals are subject to the satisfaction or waiver of the conditions set out in the Announcement and therefore may or may not become effective. Shareholders and/or potential investors in the Company are advised to exercise extreme caution when dealing in the Shares.

#### Introduction

Reference is made to the announcement dated 28 June 2006 (the "Announcement") jointly issued by SNP Corporation Ltd ("SNP Corp") and SNP Leefung Holdings Limited (the "Company") in relation to the entering into of the Sale and Purchase Agreement by SNP Corp with the Vendors to acquire in aggregate 23,324,000 Shares, representing approximately 4.63% of the entire issued share capital of the Company. Completion took place on 5 July 2006. It was also announced that the Share Proposal and the Option Proposal would be put forward to the Scheme Shareholders and the Optionholders respectively regarding a proposed privatisation of the Company by way of a scheme of arrangement under Section 99 of the Companies Act 1981 of Bermuda. Terms defined in the Announcement have the same meaning when used in this announcement unless otherwise defined herein.

#### **Despatch of the Scheme Document**

Under Rule 8.2 of the Takeovers Code, unless the Executive's consent is obtained, the scheme document in relation to the Proposals (the "Scheme Document") should be sent to Shareholders within 21 days of the date of the Announcement, which in this case would be on or before Wednesday, 19 July 2006.

As additional time is required to obtain a court order by the Supreme Court to direct a Court Meeting for the purposes of considering and, if thought fit, approving the Scheme, an application has been made to the Executive for his consent to extend the latest time for the despatch of the Scheme Document to Monday, 14 August 2006. A detailed timetable for the Proposals will be set out in the Scheme Document and in the announcement upon despatch of the Scheme Document.

As stated in the Announcement, condition (b) of the Proposals relates to the passing at an extraordinary general meeting of a resolution by the shareholders of SNP Corp approving the making of the Proposals or the obtaining of a waiver from the Singapore Exchange Securities Trading Ltd. that no such approval is required. As such waiver has been obtained by SNP Corp from the Singapore Exchange Securities Trading Ltd., condition (b) of the Proposals has been fulfilled. All other conditions of the Proposals remained unfulfilled as at the date of this announcement.

Shareholders and/or potential investors in the Company should be aware that the Proposals are subject to the satisfaction or waiver of the conditions set out in the Announcement and therefore may or may not become effective. Shareholders and/or potential investors in the Company are advised to exercise extreme caution when dealing in the Shares.

By order of the Board
SNP CORPORATION LTD
Yeo Chee Tong
Director

By order of the Board
SNP LEEFUNG HOLDINGS LIMITED
Yeo Chee Tong
Director

Hong Kong, 18 July 2006

As at the date of this announcement, the board of directors of SNP Corp comprises Messrs. John Robert Walter, Yeo Chee Tong, Edmund, Cheng Wai Wing, Edmund, Koh Kian Chew and Alexander, Chan Meng Wah.

As at the date of this announcement, the Board comprises Messrs. Peter, Yang Sze Chen and Yeo Chee Tong as executive directors, Messrs. John Robert Walter, Edmund, Cheng Wai Wing, Joseph, Lai Ming and Alice, Kan Lai Kuen as independent non-executive directors.

The directors of SNP Corp jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than that relating to the Group) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement (other than as specified above) have been arrived at after due and careful consideration and there are no facts (other than those relating to the Group) not contained in this announcement, the omission of which would make any statements in this announcement misleading.

The directors of the Company jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than that relating to SNP Corp) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement (other than as specified above) have been arrived at after due and careful consideration and there are no facts (other than those relating to SNP Corp) not contained in this announcement, the omission of which would make any statements in this announcement misleading.

\* For identification purposes only

"Please also refer to the published version of this announcement in The Standard"