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**Profit Strong Investments Limited**

利堅投資有限公司

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

**Max Glory Ltd.**

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



**DONGPENG HOLDINGS COMPANY LIMITED**

東鵬控股股份有限公司

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

**(Stock Code: 3386)**

**JOINT ANNOUNCEMENT**

**PROPOSAL FOR THE PRIVATISATION OF  
DONGPENG HOLDINGS COMPANY LIMITED  
BY THE JOINT OFFERORS  
BY WAY OF A SCHEME OF ARRANGEMENT  
(UNDER SECTION 86 OF THE COMPANIES LAW)**

**(1) EFFECTIVE DATE OF THE SCHEME**

**AND**

**(2) WITHDRAWAL OF LISTING OF SHARES**

**Financial Adviser to the Joint Offerors**



**China International Capital Corporation Hong Kong Securities Limited**

## **INTRODUCTION**

References are made to (i) the scheme document jointly issued by the Company and Joint Offerors, to the Shareholders on 19 May 2016 in relation to the proposed privatisation of the Company by way of a scheme of arrangement under Section 86 of the Companies Law (the “**Scheme Document**”); (ii) the announcement jointly issued by the Company and Joint Offerors on 10 June 2016 in relation to the results of the Court Meeting and EGM; (iii) the announcement jointly issued by the Company and Joint Offerors on 20 June 2016 in relation to the sanction of the Scheme by the Grand Court; and (iv) the notice of annual general meeting issued by the Company on 29 April 2016 (the “**AGM Notice**”). Terms defined in the Scheme Document shall have the same meanings when used in this announcement unless the context otherwise requires.

## **EFFECTIVE DATE OF THE SCHEME**

The Scheme was sanctioned without modification by the Grand Court on Friday, 17 June 2016 (Cayman Islands time). The reduction of the issued share capital of the Company involved in the Scheme was also confirmed by the Grand Court on the same day. An official copy of the order of the Grand Court sanctioning the Scheme was delivered to the Registrar of Companies in the Cayman Islands for registration on Monday, 20 June 2016 (Cayman Islands time) and the registration became effective on Monday, 20 June 2016 (Cayman Islands time). All the conditions of the Scheme as set out in the Scheme Document were fulfilled and the Scheme became effective on Monday, 20 June 2016 (Cayman Islands time).

## **WITHDRAWAL OF LISTING**

The withdrawal of the listing of the Shares on the Stock Exchange is expected to become effective at 4:00 p.m. on Wednesday, 22 June 2016 (Hong Kong time).

## **PAYMENT UNDER THE PROPOSAL**

Payment under the Proposal will be despatched as soon as possible but in any event on or before Wednesday, 29 June 2016.

## **BOOK CLOSURE FOR ANNUAL GENERAL MEETING**

As the withdrawal of listing of the Shares on the Stock Exchange is expected to become effective at 4:00 p.m. on Wednesday, 22 June 2016 (Hong Kong time), the book closure period from Tuesday, 28 June 2016 to Thursday, 30 June 2016, both dates inclusive, previously announced in the AGM Notice for determining the entitlement to attend and vote at the annual general meeting of the Company to be held on Thursday, 30 June 2016, will not be applicable.

By Order of the Board of  
**Profit Strong Investments Limited**  
**HE Xinming**  
*Director*

By Order of the Board of  
**Max Glory Ltd.**  
**Kok Wai Yee**  
*Director*

By Order of the Board of  
**Dongpeng Holdings Company Limited**  
**HE Xinming**  
*Chairman*

Hong Kong, 21 June 2016

*As at the date of this announcement, the sole director of Profit Strong is Mr. HE Xinming.*

*The sole director of Profit Strong accepts full responsibility for the accuracy of the information contained in this announcement (other than that relating to the Group and the Sequoia Group) and confirms, having made all reasonable enquiries, that to the best of his knowledge, opinions expressed in this announcement (other than those expressed by the Group and the Sequoia Group) 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.*

*As at the date of this announcement, the sole director of Max Glory is Ms. Kok Wai Yee.*

*The sole director of Max Glory accepts full responsibility for the accuracy of the information contained in this announcement (other than that relating to the Group and the Profit Strong Group) and confirms, having made all reasonable enquiries, that to the best of his knowledge, opinions expressed in this announcement (other than those expressed by the Group and the Profit Strong Group) 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.*

*As at the date of this announcement, the general partner of Sequoia RMB SP Fund is 北京紅杉坤德投資管理中心(有限合夥). The general partner of 北京紅杉坤德投資管理中心(有限合夥) is 上海恒遠投資管理有限公司. The sole director of 上海恒遠投資管理有限公司 is Mr. ZHOU Kui.*

*The sole director of 上海恒遠投資管理有限公司 accepts full responsibility for the accuracy of the information contained in this announcement (other than that relating to the Group and the Profit Strong Group) and confirms, having made all reasonable enquiries, that to the best of its knowledge, opinions expressed in this announcement (other than those expressed by the Group and the Profit Strong Group) 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.*

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

<i>Executive Directors:</i>	<i>Non-executive Directors:</i>	<i>Independent non-executive Directors:</i>
<i>Mr. HE Xinming (Chairman)</i>	<i>Mr. SU Sen</i>	<i>Mr. YIN Hong</i>
<i>Mr. CHEN Kunlie</i>	<i>Mr. SUN Qian</i>	<i>Ms. HSIEH H., Lily</i>
<i>Mr. BAO Jianyong</i>	<i>Ms. SUN Limei</i>	<i>Mr. WU Haibing</i>

*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 the Profit Strong Group and the Sequoia Group) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement (other than those expressed by the Profit Strong Group and the Sequoia Group) 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.*