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**WD Knight I, WD Knight II,
WD Knight III, WD Knight IV,
WD Knight V, WD Knight VIII,
WD Knight IX, WD Knight X
and Red Fortune Global Limited**

**大連萬達商業地產股份有限公司
Dalian Wanda Commercial Properties Co., Ltd.**
*(A joint stock limited liability company incorporated in
the People's Republic of China)*
(Stock Code: 3699)

JOINT ANNOUNCEMENT

**VOLUNTARY CONDITIONAL GENERAL OFFER BY
CHINA INTERNATIONAL CAPITAL CORPORATION HONG KONG
SECURITIES LIMITED
ON BEHALF OF
THE JOINT OFFERORS
TO ACQUIRE ALL OF THE ISSUED H SHARES IN
DALIAN WANDA COMMERCIAL PROPERTIES CO., LTD.**

EXTENSION OF FINAL ACCEPTANCE DATE

Financial Adviser to the Joint Offerors



CHINA INTERNATIONAL CAPITAL CORPORATION HONG KONG SECURITIES LIMITED

EXTENSION OF FINAL ACCEPTANCE DATE

- With a view to allowing more time for the H Shareholders to consider accepting the H Share Offer, the Joint Offerors decided to extend the latest time for acceptance of the H Share Offer to 4:00 p.m. on Tuesday, 27 September 2016.
- If you intend to accept the H Share Offer, you must submit your acceptance no later than 4:00 p.m. on Tuesday, 27 September 2016.
- If you do not accept the H Share Offer, you will hold securities that are not listed or quoted on any stock exchange and the liquidity of the H Shares may be severely reduced upon the Delisting of the Company.
- The Company will not be subject to the Listing Rules, and may or may not continue to be subject to the Takeovers Code after the completion of the H Share Offer depending on whether it remains as a public company in Hong Kong for the purposes of the Takeovers Code thereafter.

DELISTING TIMETABLE UNCHANGED

- The last day of trading in the H Shares on the Stock Exchange remain unchanged on Tuesday, 13 September 2016.
- The H Shares will be delisted from the Stock Exchange at 4:00 p.m. on Tuesday, 20 September 2016.

Reference is made to the composite offer and response document published by Dalian Wanda Commercial Properties Co., Ltd. (the “**Company**”) and the Joint Offerors dated 30 June 2016 (the “**Composite Document**”), the joint announcement of the Company and the Joint Offerors dated 16 August 2016 in relation to the H Share Offer becoming unconditional in all respects, and the joint announcement of the Company and the Joint Offerors dated 29 August 2016 in relation to the approval for Delisting. Unless otherwise defined herein, capitalised terms used hereunder shall have the same meanings as those defined in the Composite Document.

EXTENSION OF FINAL ACCEPTANCE DATE

With a view to allowing more time for the H Shareholders to consider accepting the H Share Offer, the Joint Offerors decided to extend the latest time for acceptance of the H Share Offer to 4:00 p.m. on Tuesday, 27 September 2016 (unless further extended in accordance with the Takeovers Code).

In light of the above, the Final Closing Date will be extended to Tuesday, 27 September 2016 (unless it is further extended in accordance with the terms and conditions of the H Share Offer and the Takeovers Code). Further announcement on the results of the H Share Offer and/or whether or not there will be further extension of the Final Closing Date will be made on Tuesday, 27 September 2016.

If you are an H Shareholder of the Company and you intend to accept the H Share Offer, you must submit your acceptance no later than 4:00 p.m. on Tuesday, 27 September 2016. Otherwise the H Shares you hold will become securities that are not listed or quoted on any stock exchange and the liquidity of the H Shares may be severely reduced upon the Delisting of the Company.

The Company will not be subject to the Listing Rules, and may or may not continue to be subject to the Takeovers Code after the completion of the H Share Offer depending on whether it remains as a public company in Hong Kong for the purposes of the Takeovers Code thereafter.

The H Shareholders are reminded to consider carefully the information contained in the Composite Document and in this announcement to consider whether or not to accept the H Share Offer.

Save as disclosed above, all other terms of the H Share Offer as set out in the Composite Document and in the Form of Acceptance remain unchanged.

IF YOU DO NOT ACCEPT THE H SHARE OFFER

If you do not accept the H Share Offer, you will hold securities that are not listed or quoted on any stock exchange and the liquidity of the H Shares may be severely reduced upon the Delisting. The Company will not be subject to the Listing Rules, and may or may not continue to be subject to the Takeovers Code after the completion of the H Share Offer depending on whether it remains as a public company in Hong Kong for the purposes of the Takeovers Code thereafter.

PROCEDURES FOR ACCEPTANCE

Persons who are in doubt as to the action they should take should consult their licensed securities dealers or registered institutions in securities, bank managers, solicitors, professional accountants or other professional advisers.

If you are a registered shareholder holding the shares in your own name, please refer to paragraph 2.2 on page I-1 of the Composite Document.

If you hold H Shares other than through your own name (e.g. through your broker/custodian), please refer to paragraphs 2.3 and 2.4 on page I-2 of the Composite Document.

If you have lost your H Share certificate(s), please refer to paragraph 2.5 on page I-3 of the Composite Document.

For the convenience of Shareholders who have not yet accepted the H Share Offer, a copy of this announcement together with a copy of Appendix I to the Composite Document and the Form of Acceptance will be despatched to the Shareholders again shortly after the date of this announcement. If you have already accepted the H Share Offer and submitted the Form of Acceptance previously, you are not required to resubmit the Form of Acceptance.

For general enquiries on acceptance procedures you may contact Ms. Maggie Wan or Mr. Chao Chen of CICC (the financial adviser to the Joint Offerors) at +852 2266 3464 and +852 2266 3458 respectively, or Computershare Hong Kong Investor Services Limited (the H Share Registrar of the Company) at +852 2862 8555.

DELISTING TIMETABLE UNCHANGED

The last day of trading in the H Shares on the Stock Exchange remain unchanged on Tuesday, 13 September 2016 and the H Shares will be delisted from the Stock Exchange at 4:00 p.m. on Tuesday, 20 September 2016.

EXPECTED TIMETABLE

Set out below is the updated expected timetable for the H Share Offer, which is indicative only and any changes to the timetable will be jointly announced by the Joint Offerors and the Company.

Events	Hong Kong time (2016)
Last day of trading the H Shares on the Stock Exchange	Tuesday, 13 September
Withdrawal of the listing of the H Shares from the Stock Exchange ^(Note 1)	4:00 p.m. on Tuesday, 20 September
Final Closing Date ^(Note 2)	Tuesday, 27 September
Latest time and date for the H Share Offer remaining open for acceptance on the Final Closing Date and closing of the H Share Offer ^(Note 2)	4:00 p.m. on Tuesday, 27 September
Announcement of the results of the H Share Offer as at the Final Closing Date on the website of the Stock Exchange	by 7:00 p.m. on Tuesday, 27 September
Latest date for posting of remittances for the amounts due under the H Share Offer in respect of valid acceptances of the H Share Offer on the Final Closing Date ^(Note 3)	Thursday, 6 October

Notes:

- (1) As announced by the Company on 29 August 2016, the withdrawal of listing of the H Shares from the Stock Exchange would happen at 4:00 p.m. on Tuesday, 20 September 2016.
- (2) The Joint Offerors reserve the right to extend the H Share Offer until such time and/or date as they may determine and in accordance with the Takeovers Code. The Joint Offerors will issue an announcement, stating whether they H Share Offer has been revised or extended, or has expired.
- (3) Pursuant to Rule 20.1 of the Takeovers Code, settlement in cash in respect of acceptances of the H Share Offer will be made within 7 business days (as defined under the Takeovers Code) of the later of the date on which the H Share Offer has become or is declared unconditional and the date on which the H Shares are tendered for acceptance of the H Share Offer. Relevant documents of title must be received by the Registrar to render each acceptance of the H Share Offer complete and valid.
- (4) Beneficial owners of the H Shares who hold their H Shares in CCASS directly as an investor participant or indirectly via a broker or custodian participant should note the timing requirements for causing instructions to be made to CCASS in accordance with the General Rules of CCASS and CCASS Operational Procedures.
- (5) The latest time and date for acceptance of the H Share Offer, the latest date for posting of remittances for the amounts due under the H Share Offer in respect of valid acceptances, the last day of trading of H Shares and withdrawal of listing of the H Shares will not take effect if there is a tropical cyclone warning signal number 8 above, or a “black” rainstorm warning, in force in Hong Kong at any local time between 12:00 noon and 4:00 p.m. on the such relevant date. Instead, such relevant date will be rescheduled to the same time on the following Business Day which does not have either of those warnings in force at any time between 9:00 a.m. and 4:00 p.m.

UPDATE ON LEVEL OF ACCEPTANCES

As at 4:00 p.m. on Tuesday, 13 September 2016, being the latest time for acceptance of the H Share Offer on the original Final Closing Date, the Joint Offerors have received valid acceptances under the H Share Offer in respect of an aggregate of 636,144,706 H Shares, representing approximately 97.49% of the issued H Shares as at the date of this announcement. Among these valid acceptances, acceptances of 19,802,700 H Shares have been received from the Domestic Shareholders, representing approximately 3.03% of the issued H Shares as at the date of this announcement. Taking into account all such valid acceptances and the H Shares held by the Domestic Shareholders and other Concert Parties, the Joint Offerors and parties acting in concert with them (other than those Shares held by members of CICC group, Ping An Insurance (Group) Company of China, Ltd., and Guotai Junan Securities (Hong Kong) Limited which are non-discretionary and not their respective proprietary interests) have come to hold approximately 616,451,006 H Shares, representing approximately 94.47% of the issued H Shares as at the date of this announcement.

As at the date of this announcement, based on the paid up commitments received from the Consortium Investors and taking into account the priorities of allocation as referred to in the Composite Document, estimated incidence of related financing cost and other related costs and expenses related to the implementation of the H Share Offer, the allocation of H Shares (based on valid acceptances of the H Share Offer received so far) is as follows:-

Name of Joint Offeror	Allocation of H Shares (and as a proportion to the number of H Shares subject of the valid acceptances as at the date of this announcement)
WD Knight I	96,986,580 H Shares (15.2%)
WD Knight II	81,241,406 H Shares (12.8%)
WD Knight III	124,180,601 H Shares (19.5%)
WD Knight IV	28,559,173 H Shares (4.5%)
WD Knight VIII	146,065,098 H Shares (23.0%)
WD Knight IX	116,006,005 H Shares (18.2%)
Red Fortune Global Limited	43,105,843 H Shares (6.8%)
Total	<hr/> <u>636,144,706 H Shares</u> <u>(100.0%)</u>

INTERESTS OF THE JOINT OFFERORS AND PARTIES ACTING IN CONCERT WITH THEM IN H SHARES

The following table sets out the shareholding structure of the Company as at 29 March 2016 (the date immediately prior to the commencement of the Offer Period) and the date of this announcement:

Name of Shareholders	Shareholdings as at 29 March 2016		Shareholdings as at the date of this announcement	
	No. of Shares	Approximate % of total Shares in issue	No. of Shares	Approximate % of total Shares in issue
Domestic Shares				
<i>The Joint Offerors and their Concert Parties</i>				
– WANG Jianlin (Notes (i), (iii))	333,600,000	7.37%	333,600,000	7.37%
– Dalian Wanda Group Co., Ltd. (Note (iii))	1,979,000,000	43.71%	1,979,000,000	43.71%
– LIN Ning (Note (i))	144,000,000	3.18%	144,000,000	3.18%
– DING Benxi (Note (ii))	50,000,000	1.10%	50,000,000	1.10%
– QI Jie (Note (ii))	10,000,000	0.22%	10,000,000	0.22%
– ZHANG Lin (Note (ii))	10,000,000	0.22%	10,000,000	0.22%
– YIN Hai (Note (ii))	12,000,000	0.27%	12,000,000	0.27%
– LIU Zhaohui (Note (ii))	6,000,000	0.13%	6,000,000	0.13%
– QU Dejun (Note (ii))	6,000,000	0.13%	6,000,000	0.13%
– Other Domestic Shareholders (Note (iv))	1,324,200,000	29.25%	1,324,200,000	29.25%
H Shares				
<i>The Joint Offerors and their Concert Parties</i>				
– Relevant members of CICC group (Note (v))	33,001,300	0.73%	32,155,100	0.71%
– Ping An Insurance (Group) Company of China, Ltd (Note (vi))	360,661	0.01%	385,561	0.01%
– Guotai Junan Securities (Hong Kong) Limited (Note (vii))	3,282,000	0.07%	6,300	0.00%
– Domestic Shareholders holding H Shares	19,846,300	0.44%	109,000	0.00%
Other H Shareholders	596,057,339	13.17%	619,891,639	13.69%
Total Shares in issue (Note (viii))	4,527,347,600	100.00%	4,527,347,600	100.00%

Notes:

- (i) Ms. LIN Ning is the spouse of Mr. WANG Jianlin.
- (ii) Mr. DING Benxi, Mr. QI Jie, Mr. ZHANG Lin and Mr. YIN Hai are directors of Dalian Wanda Group. Mr. LIU Zhaohui is a director of the Company and the vice president of Dalian Wanda Group. Mr. QU Dejun is a director of the Company and the president of a wholly-owned subsidiary of Dalian Wanda Group.
- (iii) Dalian Wanda Group is controlled by Mr. WANG Jianlin through Dalian Hexing. As at the date of this announcement, Mr. WANG Jianlin controls approximately 98% of the voting rights in Dalian Hexing, which in turn controls approximately 99.76% of the voting rights in Dalian Wanda Group. The remaining 0.24% voting rights in Dalian Wanda Group is controlled by Mr. WANG Jianlin directly.
- (iv) This includes the shareholding of Mr. WANG Zhibin, an executive Director, who held 1,600,000 Domestic Shares as at the date of this announcement.
- (v) CICC is the financial adviser to the Joint Offerors and relevant members of the CICC group (except those which are exempt principal traders recognised by the Executive as such for the purpose of the Takeovers Code) are presumed to be acting in concert with the Joint Offerors under class (5) of the definition of “acting in concert” in the Takeovers Code. This interest is not a proprietary interest.
- (vi) The limited partners of WD Knight VIII are PA Investment Funds SPC II and PA Investment Funds SPC III, and all the management shares in both companies are owned by Ping An of China Securities (Hong Kong) Company Limited, a subsidiary of Ping An Insurance (Group) Company of China, Ltd. Certain group members of Ping An Insurance (Group) Company of China, Ltd, hold in aggregate 360,661 and 385,561 H Shares in the Company as at 29 March 2016 and as at the date of this announcement, respectively. All such H Shares are not proprietary interests of PA Investment Funds SPC II and PA Investment Funds SPC III, or parties acting in concert with each of them, and, to the extent acquired during the last six months prior to 30 March 2016 and up to the date of this announcement, were acquired at the sole instruction of third party clients with such clients’ own funds or formed part of the underlying assets of insurance products purchased by such third party clients. Such clients are either retail investors or professional investors. None of such clients’ ultimate beneficial owners are part of the Ping An Insurance (Group) Company of China, Ltd group.
- (vii) One of the limited partners of WD Knight IX is Guotai Junan Finance (Hong Kong) Limited. Guotai Junan Securities (Hong Kong) Limited is a fellow subsidiary of Guotai Junan Finance (Hong Kong) Limited. All such H Shares held by Guotai Junan Securities (Hong Kong) Limited are not proprietary interests of itself or parties acting in concert with it, and, to the extent acquired during the last six months prior to 30 March 2016 and up to the date of this announcement, were acquired at the sole instruction of third party clients with such clients’ own funds. None of such clients’ ultimate beneficial owners are parties acting in concert with Guotai Junan Finance (Hong Kong) Limited.
- (viii) The percentage numbers of total Shares in issue in the above table add up to only 99.99% due to rounding off of numbers.

During the Offer Period up to the date of this announcement,

- (a) certain group members of Ping An Insurance (Group) Company of China, Ltd. have acquired 261,900 H Shares (approximately 0.04% of the total issued H Shares);
- (b) CICC and CICC Financial Trading Limited have acquired 1,628,600 H Shares (approximately 0.25% of the total issued H Shares); and
- (c) Guotai Junan Securities (Hong Kong) Limited, a fellow subsidiary of Guotai Junan Finance (Hong Kong) Limited (which is one of the limited partners of WD Knight IX) has acquired 7,053,500 H Shares (approximately 1.08% of the total issued H Shares).

Save as disclosed above, none of the Joint Offerors and parties acting in concert with any of them held, controlled or directed any Shares or rights over the Shares prior to the commencement of the Offer Period, and the Joint Offerors and parties acting in concert with them have not acquired or agreed to acquire any Shares or rights over the Shares during the Offer Period up to the date of this announcement. Neither the Joint Offerors nor any parties acting in concert with any of them has borrowed or lent any relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) of the Company during the Offer Period and up to the date of this announcement.

By order of the board of
**WD Knight I, WD Knight II, WD Knight III,
WD Knight IV, WD Knight V and
Red Fortune Global Limited**

By order of the board of
**Dalian Wanda Commercial
Properties Co., Ltd.**

By the order of
**WD Knight VIII, WD Knight IX,
WD Knight X**
through its general partner WD Knight VII

Beijing, the PRC, 13 September 2016

* *For identification purpose*

Dalian Wanda Group, WD Knight I, WD Knight II, WD Knight III and WD Knight IV

As at the date of this announcement, the directors of Dalian Wanda Group are Mr. Wang Jianlin, Mr. Ding Benxi, Ms. Lin Ning, Mr. Qi Jie, Mr. Zhang Lin, Mr. Wang Sicong and Mr. Yin Hai.

The directors of Dalian Wanda Group jointly and severally accept full responsibility for the accuracy of the information contained in this announcement in connection with it and WD Knight I, WD Knight II, WD Knight III and WD Knight IV, and confirm, having made all reasonable enquires, that to the best of their knowledge, opinions expressed in this announcement in respect of WD Knight I, WD Knight II, WD Knight III and WD Knight IV and itself 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 WD Knight I, WD Knight II, WD Knight III and WD Knight IV is Mr. Lu Xiaoma.

The sole director of WD Knight I, WD Knight II, WD Knight III and WD Knight IV accepts full responsibility for the accuracy of the information contained in this announcement in connection with WD Knight I, WD Knight II, WD Knight III and WD Knight IV, and confirm, having made all reasonable enquires, that to the best of his knowledge, opinions expressed in this announcement in respect of WD Knight I, WD Knight II, WD Knight III and WD Knight IV 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.

Pohua JT Private Equity Fund L.P. and WD Knight V

As at the date of this announcement the general partner of Pohua JT Private Equity Fund L.P. is Pohua JT Capital Partners Limited. As at the date of this announcement, the directors of Pohua JT Capital Partners Limited are Mr. Li Haifeng, Ms. Pan Cheng and Mr. Jin Weiguo.

The directors of Pohua JT Capital Partners Limited jointly and severally accept full responsibility for the accuracy of the information contained in this announcement in connection with WD Knight V, Pohua JT Private Equity Fund L.P. and Pohua JT Capital Partners Limited, and confirm, having made all reasonable enquires, that to the best of their knowledge, opinions expressed in this announcement by WD Knight V, Pohua JT Private Equity Fund L.P. and Pohua JT Capital Partners Limited 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 WD Knight V are Mr. Li Haifeng and Mr. Tang Chak Lam.

The directors of WD Knight V accept full responsibility for the accuracy of the information contained in this announcement in connection with WD Knight V, and confirm, having made all reasonable enquires, that to the best of their knowledge, opinions expressed in this announcement in respect of WD Knight V 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.

Ping An of China Securities (Hong Kong) Company Limited and WD Knight VIII

As at the date of this announcement, the directors of Ping An of China Securities (Hong Kong) Company Limited are Mr. Chen Chih Yung, Mr. Wu Peixin and Ms. Lin Le.

The directors of Ping An of China Securities (Hong Kong) Company Limited jointly and severally accept full responsibility for the accuracy of the information contained in this announcement in connection with it and WD Knight VIII, and confirm, having made all reasonable enquires, that to the best of their knowledge, opinions expressed in this announcement by it and WD Knight VIII 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 WD Knight VIII is WD Knight VII. As at the date of this announcement, the sole director of WD Knight VII is Mr. Lu Xiaoma.

The sole director of WD Knight VII accepts full responsibility for the accuracy of the information contained in this announcement in connection with WD Knight VIII, and confirm, having made all reasonable enquires, that to the best of his knowledge, opinions expressed in this announcement by WD Knight VIII 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.

WD Knight IX and WD Knight X

As at the date of this announcement, the general partner of WD Knight IX and WD Knight X is WD Knight VII. As at the date of this announcement, the sole director of WD Knight VII is Mr. Lu Xiaoma.

The sole director of WD Knight VII accepts full responsibility for the accuracy of the information contained in this announcement in connection with WD Knight IX and WD Knight X, and confirm, having made all reasonable enquires, that to the best of his knowledge, opinions expressed in this announcement by WD Knight IX and WD Knight X 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.

Red Fortune Global Limited

As at the date of this announcement, the general partner of Shanghai Sailing Boda Kegang Business Consulting LLP is Qiyuan (Shanghai) Investment Management Centre (Limited Partnership) (旗源(上海)投資管理中心(有限合夥)), whose general partner in turn is Shanghai Qizheng Investment Consulting Co., Ltd.* (上海旗正投資諮詢有限公司).*

As at the date of this announcement, the sole director of Shanghai Qizheng Investment Consulting Co., Ltd. (上海旗正投資諮詢有限公司) is James Xiao Dong Liu and the sole director of Red Fortune Global Limited is Fu Tao.*

The sole director of Shanghai Qizheng Investment Consulting Co., Ltd. (上海旗正投資諮詢有限公司) accepts full responsibility for the accuracy of the information contained in this announcement in connection with it and Red Fortune Global Limited, and confirm, having made all reasonable enquires, that to the best of his knowledge, opinions expressed in this announcement in respect of itself and Red Fortune Global Limited 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.*

The sole director of Red Fortune Global Limited accepts full responsibility for the accuracy of the information contained in this announcement in connection with it, and confirm, having made all reasonable enquires, that to the best of his knowledge, opinions expressed in this announcement by it 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.

The Company

As at the date of this announcement, the executive directors of the Company are Mr. DING Benxi, Mr. QI Jie, and Mr. WANG Zhibin; the non-executive directors of the Company are Mr. QU Dejun, Mr. YIN Hai and Mr. LIU Zhaohui; and the independent non-executive directors of the Company are Dr. HU, Fred Zulu, Mr. QI Daqing and Mr. LI Guinian.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than that relating to Dalian Wanda Group, the Joint Offerors and the Consortium Investors) and confirm, having made all reasonable enquires, that to the best of their knowledge, opinions expressed in this announcement (other than those expressed by Dalian Wanda Group, the Joint Offerors and the Consortium Investors) 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.