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**UNITED ELITE AGENTS
LIMITED**

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

**CHINA METAL INTERNATIONAL
HOLDINGS INC.**

勤美達國際控股有限公司*
(Incorporated in the Cayman Islands with limited liability)
(Stock code: 319)

JOINT ANNOUNCEMENT

**(1) PROPOSED PRIVATIZATION OF
CHINA METAL INTERNATIONAL HOLDINGS INC.
BY UNITED ELITE AGENTS LIMITED
BY WAY OF A SCHEME OF ARRANGEMENT
UNDER SECTION 86 OF THE CAYMAN COMPANIES LAW
(2) WITHDRAWAL OF LISTING OF THE SHARES
OF
CHINA METAL INTERNATIONAL HOLDINGS INC.
AND
(3) EFFECTIVE DATE OF THE SCHEME**

Financial Adviser to the Offeror



KGI CAPITAL ASIA LIMITED

INTRODUCTION

References are made to (i) the scheme document dated 13 July 2017 jointly issued by the Offeror and the Company in relation to the Proposal, the Undertakings, the Scheme and the Option Offer (the “**Scheme Document**”); and (ii) the joint announcement dated 25 September 2017 issued by the Offeror and the Company in relation to the sanction of the Scheme by the Cayman Islands Grand Court. Unless otherwise defined herein, terms used in this announcement shall have the same meanings as defined in the Scheme Document.

EFFECTIVE DATE OF THE SCHEME

The Scheme was sanctioned without modification by the Cayman Islands Grand Court on Friday, 22 September 2017 (Cayman Islands time). The Capital Reduction was also confirmed by the Cayman Islands Grand Court on the same day.

Sealed orders of the Cayman Islands Grand Court sanctioning the Scheme and confirming the Capital Reduction, and a minute of the Capital Reduction approved by the Cayman Islands Grand Court, were delivered to the Registrar of Companies in the Cayman Islands for registration on Tuesday, 3 October 2017 (Cayman Islands time). Notice of the registration shall be published in the Cayman Islands Gazette within 21 days of the making of the orders.

All the Conditions of the Scheme as set out in the Scheme Document were fulfilled and the Scheme became effective on Tuesday, 3 October 2017 (Cayman Islands time).

PAYMENT UNDER THE SCHEME

Cheques for cash entitlements under the Scheme will be despatched by the Offeror as soon as possible but in any event on or before Friday, 13 October 2017.

OPTION OFFER BECOMES UNCONDITIONAL

The Option Offer is only conditional upon the Scheme becoming effective and binding. Accordingly, the Option Offer became unconditional on Tuesday, 3 October 2017 (Cayman Islands time). The Option Offer will remain open for acceptance until 4:30 p.m. on Tuesday, 17 October 2017.

PAYMENT UNDER THE OPTION OFFER

Any cash entitlements under the Option Offer will be paid, net of any applicable taxes.

Payment in relation to Share Options in respect of which validly completed Forms of Acceptance were received will be made as soon as possible and in any event within seven (7) business days (as defined under the Takeovers Code) of the Effective Date, or in the case of Forms of Acceptance received after the Effective Date but before 4:30 p.m. on Tuesday, 17 October 2017, within seven (7) business days (as defined under the Takeovers Code) following receipt of such validly completed Forms of Acceptance.

WITHDRAWAL OF LISTING

It is expected that the listing of the Shares on the Stock Exchange will be withdrawn at 4:00 p.m. on Friday, 6 October 2017 (Hong Kong time).

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 pursuant to the Takeovers Code.

By Order of the Board of
**UNITED ELITE AGENTS
LIMITED**
Lin Ting-Fung
Director

By Order of the Board of
**CHINA METAL INTERNATIONAL
HOLDINGS INC.**
King Fong-Tien
Chairman

Hong Kong, 3 October 2017

As at the date of this announcement, the board of directors of the Offeror consists of Mr. Lin Ting-Fung and Mr. King Fong-Tien.

As at the date of this announcement, the board of directors of CMP consists of six directors, namely Mr. Lin Ting-Fung (林廷芳), Mr. Tsao Ming-Hong (曹明宏), Ms. Wu Shu-Chuan (吳淑娟), Ms. Ho Pei-Fen (何佩芬), Mr. Chen Pen Fa (陳本發) and Mr. Ho Cheng Yu (何承育), and three independent directors, namely Mr. Chang Ming-Chieh (張明杰), Mr. Liao Liou-Yi (廖了以) and Mr. Lin Jung Chuen (林榮春).

The directors of the Offeror and CMP 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 those expressed by the 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 board of Directors of the Company consists of eight Directors, of which four are executive Directors, namely Mr. King Fong-Tien, Mr. Tsao Ming-Hong, Ms. Chen Shun Min and Ms. Ho Pei-Lin, one is non-executive Director, namely Mr. Christian Odgaard Pedersen, and three are independent non-executive Directors, namely Mr. Lam Ting Lok, Mrs. Chiu Lin Mei-Yu (also known as Mary Lin Chiu) and Mr. Chen Pou-Tsang (also known as Angus P.T. Chen).

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 Offeror) 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 Offeror) having 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 identification purpose only*