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中信泰富有限公司  
CITIC PACIFIC LIMITED

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



大昌行集團有限公司  
DAH CHONG HONG HOLDINGS LIMITED

*(Incorporated in Hong Kong with limited liability)*  
(Stock Code : 01828)

## JOINT ANNOUNCEMENT

### PROPOSAL FOR THE PRIVATISATION OF DAH CHONG HONG HOLDINGS LIMITED BY CITIC PACIFIC LIMITED BY WAY OF A SCHEME OF ARRANGEMENT UNDER SECTION 673 OF THE COMPANIES ORDINANCE

### DELAY IN DESPATCH OF THE SCHEME DOCUMENT

**Exclusive Financial Adviser to CITIC Pacific Limited**



**CLSA Capital Markets Limited**

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



## INTRODUCTION

Reference is made to the joint announcement dated 20 October 2019 (the “**Joint Announcement**”) issued jointly by Dah Chong Hong Holdings Limited (the “**Company**”) and CITIC Pacific Limited (the “**Offeror**”) in relation to, among other things, the proposed privatisation of the Company by way of a scheme of arrangement. Unless otherwise defined, terms used herein shall have the same meaning as those used in the Joint Announcement.

## EXTENSION OF TIME FOR DESPATCH OF SCHEME DOCUMENT

Pursuant to Rule 8.2 of the Takeovers Code, unless the Executive’s consent is obtained, the Scheme Document is required to be despatched by the Offeror and the Company to the Shareholders, within 21 days of the date of the Joint Announcement, being on or before 10 November 2019.

Before the Scheme Document containing a notice to convene the Court Meeting can be despatched, leave must be sought from the High Court for the Company to convene the Court Meeting to approve the Scheme under section 670 of the Companies Ordinance (the “**Convening Application**”). In determining the Convening Application, the High Court will also need to consider an advanced draft of the Scheme Document (including the letter from the Independent Financial Adviser advising the Independent Board Committee in respect of the Proposal). As more time is required for finalising the Scheme Document and to accommodate the timetable of the High Court, the Company has applied to the Executive, and the Executive had indicated that it is minded to grant consent to extend the date of despatch of the Scheme Document to a date no later than 3 December 2019.

A detailed timetable for the Proposal will be set out in the Scheme Document and in the announcement to be jointly issued by the Offeror and the Company upon the despatch of the Scheme Document.

**Shareholders and/or potential investors should be aware that the implementation of the Proposal is subject to the Conditions being fulfilled or waived, as applicable, and therefore the Proposal may or may not be implemented. This announcement is made in compliance with the Takeovers Code. Shareholders and/or potential investors should therefore exercise caution when dealing in the securities of the Company. Persons who are in doubt as to the action they should take should consult their stockbroker, licensed securities dealer, registered institution in securities, bank manager, solicitor or other professional advisers.**

By order of the board of directors of  
**CITIC Pacific Limited**  
**Kwok Man Leung**  
*Director*

By order of the board of directors of  
**Dah Chong Hong Holdings Limited**  
**Lai Ni Hium**  
*Executive Director and Chief Executive Officer*

Hong Kong, 8 November 2019

*As at the date of this announcement, the directors of the Offeror are Zeng Chen (Chairman and President), Liu Jifu, Kwok Man Leung, Fei Yiping, Vernon Francis Moore, Yu Yapeng, Liu Yong, Li Yajun, Luan Zhenjun and Chen Meng.*

*The directors of the Offeror jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than any information 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 statements in this announcement misleading.*

*As at the date of this announcement, the Board comprises 2 Executive Directors, namely Lai Ni Hium and Lee Tak Wah, 4 Non-executive Directors, namely Zeng Chen (Chairman), Yin Ke, Kwok Man Leung and Fei Yiping and 5 Independent Non-executive Directors, namely Chan Kay Cheung, Chan Hui Dor Lam, Doreen, Woo Chin Wan, Raymond, Zhang Lijun and Cheng Jinglei.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than any information 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) 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 statements in this announcement misleading.*