

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness, and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

This announcement appears for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities of the Offeror or the Company nor is it a solicitation of any vote or approval in any jurisdiction, nor shall there be any sale, issuance or transfer of securities of the Company in any jurisdiction in contravention of applicable law.



SPRINGLAND

Octopus (China) Holdings Limited

(Incorporated in the British Virgin Islands with limited liability)

Springland International Holdings Limited

華地國際控股有限公司

*(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1700)*

**MONTHLY UPDATE ANNOUNCEMENT ON
(1) PROPOSED PRIVATISATION OF SPRINGLAND INTERNATIONAL
HOLDINGS LIMITED BY OCTOPUS (CHINA) HOLDINGS LIMITED
BY WAY OF A SCHEME OF ARRANGEMENT (UNDER SECTION 86 OF THE
COMPANIES LAW OF THE CAYMAN ISLANDS)
AND
(2) PROPOSED WITHDRAWAL OF LISTING**

Financial Adviser to Octopus (China) Holdings Limited



DBS Asia Capital Limited

References are made to the joint announcement issued by Springland International Holdings Limited (the “**Company**”) and Octopus (China) Holdings Limited (the “**Offeror**”) dated 1 November 2019 (the “**Joint Announcement**”) in relation to the proposed privatisation of the Company by the Offeror by way of a scheme of arrangement under section 86 of the Companies Law of the Cayman Islands and proposed withdrawal of listing of the Company. Unless otherwise defined herein, capitalised terms used herein shall have the same meanings ascribed to them in the Joint Announcement.

As stated in the Joint Announcement, as additional time is required to procure the holding of the Direction Hearing and finalise the financial information to be included in the Scheme Document thereafter, an application was made to the Executive to extend the latest time for the despatch of the Scheme Document. The Executive has granted its consent to extend the latest time for the despatch of the Scheme Document to 14 January 2020. As at the date of this joint announcement, the Company and the Offeror are still in the course of finalising the information to be included in the Scheme Document.

Further announcement(s) will be made by the Company and/or the Offeror in accordance with the Listing Rules and the Takeovers Code (as the case may be) on the status and progress in connection with the Proposal, the Scheme and the despatch of the Scheme Document as and when appropriate.

WARNING: Shareholders and/or potential investors of the Company should be aware that the implementation of the Proposal will only become effective upon all the Scheme Conditions being fulfilled or waived (as applicable) and thus the Scheme may or may not become effective. Shareholders and/or potential investors of the Company 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, bank manager, solicitor or other professional advisers.

By Order of the Board of
Octopus (China) Holdings Limited
Chen Jianqiang
Director

By Order of the Board of
Springland International Holdings Limited
Chen Jianqiang
Director

Hong Kong, 29 November 2019

As at the date of this joint announcement, the sole director of the Offeror is Mr. Chen.

The sole director of the Offeror accepts full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the Group) and confirms, having made all reasonable enquiries, that to the best of his knowledge, opinions expressed in this joint announcement (other than those expressed by the directors of the Company) have been arrived at after due and careful consideration and here are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

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

Executive director:

Mr. Chen Jianqiang (Chairman)

Non-executive director:

Mr. Tao Qingrong

Mr. Fung Hiu Chuen, John

Independent non-executive directors:

Dr. Lin Zhijun

Dr. Zhang Weijiong

Mr. Cheung Yat Ming

The directors of the Company jointly and severally accept full responsibility for the accuracy of the information contained in this joint 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 joint announcement (other than those expressed by the sole director of the Offeror) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.