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**China Jinmao Holdings Group Limited**  
**中國金茂控股集團有限公司**  
*(Incorporated in Hong Kong with limited liability)*  
**(Stock Code: 00817)**

**Jinmao Hotel**  
**金茂酒店**

*(As constituted pursuant to a deed of trust on 13 June 2014 under the laws of Hong Kong, the trustee of which is Jinmao (China) Investments Manager Limited)*

**and**

**Jinmao (China) Hotel Investments  
and Management Limited**

**金茂(中國)酒店投資管理有限公司**  
*(Registered in the Cayman Islands with limited liability)*  
**(Stock code: 06139)**

## **JOINT ANNOUNCEMENT**

**(1) PROPOSED PRIVATIZATION OF JINMAO HOTEL AND THE  
COMPANY BY WAY OF A SCHEME OF ARRANGEMENT UNDER  
SECTION 86 OF THE COMPANIES LAW OF THE CAYMAN ISLANDS AND  
CLAUSE 34.2 OF THE TRUST DEED**

**(2) EFFECTIVE DATE OF THE PROPOSAL**

**(3) WITHDRAWAL OF LISTING OF THE SHARE STAPLED UNITS  
AND**

**(4) DESPATCH OF CHEQUES**

**Financial Adviser to the Offeror**



## **EFFECTIVE DATE OF THE PROPOSAL**

An official copy of the order from the Grand Court was delivered to the Registrar of Companies in the Cayman Islands for registration on Monday, 28 September 2020 (Cayman Islands time). All the Proposal Conditions as set out in the Scheme Document were fulfilled and the Proposal became effective on Monday, 28 September 2020 (Cayman Islands time).

## **WITHDRAWAL OF LISTING OF THE SHARE STAPLED UNITS**

The withdrawal of the listing of the Share Stapled Units on the Stock Exchange will become effective from 9:00 a.m. on Monday, 5 October 2020.

## **DESPATCH OF CHEQUES**

Cheques for cash entitlements to the Holders of Scheme Share Stapled Units under the Scheme will be despatched as soon as possible but in any event no later than Friday, 9 October 2020.

## **INTRODUCTION**

References are made to (i) the scheme document dated 17 August 2020 jointly issued by China Jinmao Holdings Group Limited (the “**Offeror**”), Jinmao Hotel and Jinmao (China) Hotel Investments and Management Limited (the “**Company**”) in relation to, among other things, the proposed privatization of Jinmao Hotel and the Company by way of a scheme of arrangement under section 86 of the Companies Law of the Cayman Islands and Clause 34.2 of the Trust Deed and the proposed withdrawal of listing (the “**Scheme Document**”); (ii) the joint announcement dated 10 September 2020 jointly issued by Jinmao Hotel, the Company and the Offeror in relation to the results of the Meetings regarding, among other things, (I) the approval of the Proposal and/or the Scheme (as the case may be) and (II) the approval of (a) the reduction of share capital of the Company by cancelling and extinguishing the Scheme Shares; (b) the cancellation of the Scheme Units; and (c) the withdrawal of listing of the Share Stapled Units on the Stock Exchange upon the Proposal becoming effective; and (iii) the joint announcement dated 25 September 2020 jointly issued by Jinmao Hotel, the Company and the Offeror in relation to, among other things, the sanction of the Scheme (the “**Court Sanction Announcement**”). Unless otherwise defined, terms used herein shall have the same meaning as those used in the Scheme Document.

## **EFFECTIVE DATE OF THE PROPOSAL**

As set out in the Court Sanction Announcement, the Scheme was sanctioned without modification by the Grand Court at the petition hearing held on Thursday, 24 September 2020 (Cayman Islands time). The reduction of the share capital of the Company was also confirmed by the Grand Court on the same day at the same hearing.

An official copy of the order from the Grand Court was delivered to the Registrar of Companies in the Cayman Islands for registration on Monday, 28 September 2020 (Cayman Islands time).

All the Proposal Conditions as set out in the Scheme Document were fulfilled and the Proposal became effective on Monday, 28 September 2020 (Cayman Islands time).

## WITHDRAWAL OF LISTING OF THE SHARE STAPLED UNITS

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## DESPATCH OF CHEQUES

Cheques for cash entitlements to the Holders of Scheme Share Stapled Units under the Scheme will be despatched as soon as possible but in any event no later than Friday, 9 October 2020.

By Order of the Board of  
**China Jinmao Holdings Group Limited**  
**NING Gaoning**  
*Chairman*

By Order of the Boards of  
**Jinmao (China) Investments Manager Limited**  
and  
**Jinmao (China) Hotel Investments and  
Management Limited**  
**LI Congrui**  
*Chairman*

Hong Kong, 29 September 2020

*As at the date of this joint announcement, the directors of the Offeror are Mr. NING Gaoning (Chairman), Mr. YANG Lin, Mr. AN Hongjun, Mr. CHENG Yong and Mr. WANG Wei as non-executive directors; Mr. LI Congrui, Mr. JIANG Nan and Mr. SONG Liuyi as executive directors; Mr. SU Xijia, Mr. GAO Shibin and Mr. ZHONG Wei as independent non-executive directors.*

*The directors of the Offeror jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to Jinmao Hotel and the Group) 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 directors of the Trustee-Manager and the Company) 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.*

*As at the date of this joint announcement, the directors of the Trustee-Manager and the Company are Mr. LI Congrui (Chairman), Mr. ZHANG Hui and Mr. JIANG Nan as non-executive directors; Mr. TANG Yong as executive director and Chief Executive Officer; and Dr. CHEN Jieping, Dr. XIN Tao and Mr. TSE Yung Hoi as independent non-executive directors.*

*The directors of the Trustee-Manager and 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 directors 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.*