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**Golden Vision Buyout Fund SPC**  
*(Incorporated in the Cayman Islands with limited liability)*  
*acting for and on behalf of*

**Golden Vision Buyout Fund I SP**

**AMVIG HOLDINGS LIMITED**  
**澳科控股有限公司\***  
*(incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 2300)**

## **JOINT ANNOUNCEMENT**

**IN RELATION TO  
UNCONDITIONAL MANDATORY CASH OFFERS BY  
CCB INTERNATIONAL CAPITAL LIMITED FOR AND ON BEHALF OF  
GOLDEN VISION BUYOUT FUND SPC ACTING FOR AND  
ON BEHALF OF GOLDEN VISION BUYOUT FUND I SP  
TO ACQUIRE ALL THE ISSUED SHARES OF  
AMVIG HOLDINGS LIMITED (OTHER THAN THOSE ALREADY OWNED  
OR AGREED TO BE ACQUIRED BY THE OFFEROR  
AND THE PARTIES ACTING IN CONCERT WITH IT) AND  
FOR THE CANCELLATION OF ALL THE OUTSTANDING OPTIONS OF  
AMVIG HOLDINGS LIMITED**

- (1) DESPATCH OF COMPULSORY ACQUISITION NOTICES IN RESPECT OF  
THE COMPULSORY ACQUISITION OF THE REMAINING  
OFFER SHARES;**  
**(2) CLOSURE OF REGISTER OF MEMBERS OF  
AMVIG HOLDINGS LIMITED; AND**  
**(3) WITHDRAWAL OF LISTING OF THE SHARES**

**Financial adviser to the Offeror**



\* *For identification purposes only*

## **DESPATCH OF COMPULSORY ACQUISITION NOTICES**

On 19 March 2021, the Offeror has despatched the Compulsory Acquisition Notices pursuant to section 88 of the Companies Act to the Remaining Offer Shareholders.

## **CLOSURE OF REGISTER OF MEMBERS OF THE COMPANY**

In order to facilitate the despatch of the Compulsory Acquisition Cheques, the register of members of the Company will be closed from Wednesday, 14 April 2021 to Monday, 19 April 2021 (both dates inclusive).

## **WITHDRAWAL OF LISTING OF THE SHARES**

An application has been made to the Stock Exchange for the withdrawal of listing of the Shares from the Stock Exchange under Rule 6.15(1) of the Listing Rules, which is currently expected to take place with effect from 9:00 a.m. on Tuesday, 20 April 2021. The Company will continue the trading of the Shares listed on the Stock Exchange up to and until the date of withdrawal of listing of the Shares from the Stock Exchange. An announcement will be made to inform the public about the completion of the Compulsory Acquisition and the withdrawal of listing of the Shares from the Stock Exchange as soon as practicable.

## **INTRODUCTION**

References are made to (i) the announcement jointly issued by Golden Vision Buyout Fund SPC acting for and on behalf of Golden Vision Buyout Fund I SP (the “**Offeror**”) and AMVIG Holdings Limited (the “**Company**”) dated 24 September 2020 in relation to, among other things, the Offers; (ii) the composite offer document jointly issued by the Offeror and the Company dated 18 November 2020 (the “**Composite Document**”); (iii) the announcement jointly issued by the Offeror and the Company dated 25 November 2020 in relation to, among others, the Offers becoming unconditional in all respects; (iv) the clarification announcement jointly issued by the Offeror and the Company in relation to the settlement of the Offers dated 26 November 2020; (v) the announcement jointly issued by the Offeror and the Company dated 1 December 2020 about the updates on the Interim Dividend and settlement of the Share Offer; (vi) the announcement jointly issued by the Offeror and the Company dated 9 December 2020 on the extension of the Offer Period and (vii) the announcement jointly issued by the Offeror and the Company dated 23 December 2020 in relation to, among others, the close of the Offers, the compulsory acquisition and withdrawal of listing (the “**Closing Announcement**”).

Capitalised terms used herein shall have the same meanings as those defined in the Composite Document and the Closing Announcement, unless the context requires otherwise.

## **DESPATCH OF COMPULSORY ACQUISITION NOTICES**

As disclosed in the Closing Announcement, as the Offeror has acquired not less than 90% of the Offer Shares, the Offeror is entitled to, and will proceed with the privatisation of the Company by exercising its right of compulsory acquisition (the “**Compulsory Acquisition**”) subject to compliance with the Companies Act (2021 Revision) of the Cayman Islands (the “**Companies Act**”) and Rule 2.11 of the Takeovers Code to acquire those Offer Shares which have not been acquired by the Offeror as at the date of the Compulsory Acquisition Notices (as defined below) (the “**Remaining Offer Shares**”).

On 19 March 2021, the Offeror has despatched notices in relation to the Compulsory Acquisition (the “**Compulsory Acquisition Notices**”) pursuant to section 88 of the Companies Act to the Offer Shareholders holding the Remaining Offer Shares (the “**Remaining Offer Shareholders**”). A copy of the Compulsory Acquisition Notice is available on the Stock Exchange’s website.

The Offeror will be entitled and bound to acquire the Remaining Offer Shares at HK\$2.12 per Remaining Offer Share (the “**Compulsory Acquisition Consideration**”) (i.e. on the same terms as the Share Offer) on the expiration of one month from the date on which the Compulsory Acquisition Notices are despatched (i.e. 19 March 2021 (Cayman Islands time)), unless any dissenting Remaining Offer Shareholder files an application to object to the Compulsory Acquisition with the Grand Court of the Cayman Islands (the “**Cayman Court**”) within one month from the date of the Compulsory Acquisition Notice and such objection is ultimately upheld by the Cayman Court.

Remaining Offer Shareholders whose Remaining Offer Shares are to be acquired by the Offeror through the Compulsory Acquisition should note that they will not receive the Compulsory Acquisition Consideration (less seller’s ad valorem stamp duty) for the Remaining Offer Shares until after the completion of the Compulsory Acquisition (which is expected to be on or around 19 April 2021 and assuming that no dissenting Remaining Offer Shareholder has made an application to the Cayman Court within one month after the Compulsory Acquisition Notices are despatched). The aggregate consideration (less seller’s ad valorem stamp duty) due to the Remaining Offer Shareholders will be paid by the Offeror to the Company (rather than directly to these Remaining Offer Shareholders) which will hold such sum in a separate bank account on trust for these Remaining Offer Shareholders until the earlier of (i) the Remaining Offer Shareholders are paid HK\$2.12 per Remaining Offer Share (less seller’s ad valorem stamp duty) in accordance with the terms of the Share Offer; or (ii) the Company obtains an order from a court of the Cayman Islands with directions as to how the sum (or its remainder) should be dealt with. The cheques for the payment of the amounts due to the Remaining Offer Shareholders (the “**Compulsory Acquisition Cheques**”) will be despatched by ordinary post at the risk of such Remaining Offer Shareholders as soon as practicable and in any event no later than end of May 2021.

Remaining Offer Shareholders who are in doubt as to the action they should take should consult a licensed securities dealer or registered institution in securities, bank manager, solicitor, professional accountant or other professional adviser. If they are in doubt as to their rights and obligations under the Companies Act in respect of the Compulsory Acquisition, they should consult a solicitor or other professional adviser qualified to advise on matters of Cayman Islands law.

## **CLOSURE OF REGISTER OF MEMBERS OF THE COMPANY**

In order to facilitate the despatch of the Compulsory Acquisition Cheques, the register of members of the Company will be closed from Wednesday, 14 April 2021 to Monday, 19 April 2021 (both dates inclusive).

Any person wishing to lodge a share transfer for entry into the register of members of the Company must lodge such transfer (accompanied by the relevant share certificates) with the Registrar, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong, as soon as possible, but in any event such transfer (accompanied by the relevant share certificates) must reach the Registrar by no later than 4:30 p.m. on Tuesday, 13 April 2021.

Assuming that no dissenting Remaining Offer Shareholder has filed an application to object to the Compulsory Acquisition with the Cayman Court within one month from the date of the Compulsory Acquisition Notice, the Remaining Offer Shareholders whose names appear on the register of members of the Company on Monday, 19 April 2021 will be entitled to receive the Compulsory Acquisition Cheques as soon as practicable and in any event no later than end of May 2021. The register of members of the Company will be reopened on Tuesday, 20 April 2021 and updated to reflect the transfer of the Remaining Offer Shares to the Offeror.

## **WITHDRAWAL OF LISTING OF THE SHARES**

An application has been made to the Stock Exchange for the withdrawal of listing of the Shares from the Stock Exchange under Rule 6.15(1) of the Listing Rules. Subject to there being no objection application filed by any dissenting Remaining Offer Shareholder with the Cayman Court within one month from the date of the Compulsory Acquisition Notice, the Compulsory Acquisition is expected to be completed on Monday, 19 April 2021 and the withdrawal of listing of the Shares from the Stock Exchange is expected to take place with effect from 9:00 a.m. on Tuesday, 20 April 2021. The Company will continue the trading of the Shares listed on the Stock Exchange up to and until the date of withdrawal of listing of the Shares from the Stock Exchange. Accordingly, the expected latest time for trading in the Shares on the Stock Exchange is 4:10 p.m. on Monday, 19 April 2021.

The timetable set out below is indicative only with reference to the requirements under the Companies Act and may be subject to changes. Further announcement(s) will be made in the event that there is any change to the following timetable:

<b>Event</b>	<b>Date</b>
Offers open for acceptance	Wednesday, 18 November 2020
Final Closing Date	Wednesday, 23 December 2020
Despatch of the Compulsory Acquisition Notice	Friday, 19 March 2021
Completion of Compulsory Acquisition	Monday, 19 April 2021
Expected latest time for trading in the Shares on the Stock Exchange	4:10 p.m. on Monday, 19 April 2021
Withdrawal of listing of the Shares becomes effective	9:00 a.m. on Tuesday, 20 April 2021
Despatch of cheques for payment for the Remaining Offer Shares	as soon as practicable after 20 April 2021 and in any event no later than end of May 2021

An announcement will be made to inform the public about the completion of the Compulsory Acquisition and the withdrawal of listing of the Shares from the Stock Exchange as soon as practicable.

Unless otherwise stated, all time references contained in this announcement are to Hong Kong time.

By Order of the board of  
**Golden Vision Buyout Fund SPC**  
*acting for and on behalf of*  
**Golden Vision Buyout Fund I SP**  
**Wang Hui**  
*Director*

By Order of the Board of  
**AMVIG Holdings Limited**  
**Liu Shun Fai**  
*Executive Director*

Hong Kong, 19 March 2021

*As at the date of this joint announcement, the Board comprises Mr. Ge Su, Mr. Shen Shilin and Mr. Liu Shun Fai as executive Directors, Mr. Wang Hui and Mr. Yeoh Khai Sun as non-executive Directors, and Mr. Au Yeung Tin Wah, Ellis, Mr. Oh Choon Gan, Eric and Mr. Ching Yu Lung as independent non-executive Directors.*

*In the case of inconsistency, the English text of this joint announcement shall prevail over the Chinese text.*