

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.



偉祿集團控股有限公司
REALORD GROUP HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock code: 1196)

VOLUNTARY ANNOUNCEMENT

Reference is made to (i) the announcements issued by The Sincere Company, Limited (“**Sincere**”) dated 29 October 2020 and 4 February 2021 respectively in relation to, among others, the Deed (the “**Deed Announcements**”); (ii) the offer document issued by Realord Group Holdings Limited (“**Realord**”) dated 5 May 2021 in relation to the Offer (the “**Offer Document**”); (iii) the announcement issued by Realord on 6 May 2021 in relation to, among others, an update in relation to the Deed; and (iv) the announcement issued by Realord on 7 May 2021 in relation to the Offer becoming unconditional in all respects.

Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Deed Announcements and the Offer Document.

UPDATE IN RELATION TO THE DEED

As mentioned in the Offer Document, Realord will use its best endeavours to support the new Sincere Board after the change of control to protect and safeguard the assets and interests of Sincere against the purported cancellation of the Deed by Win Dynamic.

Writ of summons

On 10 May 2021, Realord issued a writ of summons with an indorsement of claim in the High Court of Hong Kong against Win Dynamic in relation to the purported cancellation of the Deed. The net proceeds in respect of the SinCo Shares tendered by Win Dynamic for acceptance of the Offer, after deducting the seller’s ad valorem stamp duty payable by it, shall amount to HK\$260,435,373 (the “**WD Proceeds**”). Realord claims against Win Dynamic, among others, for an order of specific performance requiring Win Dynamic to forthwith pay Sincere the WD Proceeds, or such other sum as the court may determine.

Injunction order

On 11 May 2021, Realord further applied to the High Court of Hong Kong for an interlocutory injunction against Win Dynamic that it must not, among others,

- (a) remove from Hong Kong any of its assets which are within Hong Kong, whether in its own name or not, and whether solely or jointly owned, up to the value of the WD Proceeds, or
- (b) in any way dispose of or deal with or diminish the value of any of its assets, which are within Hong Kong, whether in its own name or not, and whether solely or jointly owned, and whether or not Win Dynamic asserts a beneficial interest in them up to the value of the WD Proceeds.

The hearing of the above application is scheduled to be held on 14 May 2021. Further announcement will be made by Realord on the outcome of the hearing. Realord will keep the Realord Shareholders and the public informed of any material development in connection with the above actions as and when appropriate.

Realord Shareholders and potential investors are advised to exercise caution when dealing in the securities of Realord.

By order of the board of
Realord Group Holdings Limited
Lin Xiaohui
Chairman

Hong Kong, 11 May 2021

As at the date of this announcement, the executive directors of Realord are Dr. Lin Xiaohui, Madam Su Jiaohua and Mr. Lin Xiaodong and the independent non-executive directors of Realord are Mr. Yu Leung Fai, Mr. Fang Jixin and Dr. Li Jue.

The directors of Realord jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement 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.