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**Genesis Ventures Limited**

**華創創業投資有限公司**

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



**HKC (HOLDINGS) LIMITED**

**香港建設(控股)有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 190)**

*(website: www.hkcholdings.com)*

## **JOINT ANNOUNCEMENT**

**(1) PROPOSED PRIVATISATION OF HKC (HOLDINGS) LIMITED  
BY  
GENESIS VENTURES LIMITED  
BY WAY OF A SCHEME OF ARRANGEMENT  
UNDER SECTION 99 OF THE COMPANIES ACT 1981 OF BERMUDA**

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

**(3) DATE OF WITHDRAWAL OF LISTING OF THE SHARES**

**(4) DESPATCH OF CHEQUES UNDER THE SCHEME**

**AND**

**(5) DESPATCH OF SECOND INTERIM DIVIDEND CHEQUES**

Financial Adviser to the Offeror



**SOMERLEY CAPITAL LIMITED**

Independent Financial Adviser to the Independent Board Committee

**ANGLO CHINESE** 英高  
CORPORATE FINANCE, LIMITED

## **INTRODUCTION**

References are made to (i) the scheme document dated 1 April 2021 (the “**Scheme Document**”) jointly issued by Genesis Ventures Limited (the “**Offeror**”) and HKC (Holdings) Limited (the “**Company**”), in relation to, among other things, the proposed privatisation of the Company by the Offeror by way of a scheme of arrangement under section 99 of the Companies Act 1981 of Bermuda (as amended); (ii) the joint announcements dated 23 April 2021, 30 April 2021 and 4 May 2021 issued by the Offeror and the Company in relation to, among others, the results of the Court Meeting; (iii) the joint announcements dated 5 May 2021, 10 May 2021 and 18 May 2021 issued by the Offeror and the Company in relation to the revised

expected timetable; and (iv) the joint announcement dated 28 May 2021 issued by the Offeror and the Company in relation to, among others things, the sanction of the Scheme by the Court. Unless otherwise defined herein, capitalised terms used herein shall have the same meanings as those defined in the Scheme Document.

### **THE SCHEME BECOMES EFFECTIVE**

The Scheme was sanctioned by the Court on Thursday, 27 May 2021 (Bermuda time). An office copy of the order of the Court sanctioning the Scheme and making such as appropriate pursuant to section 99 of the Companies Act was delivered to the Registrar of Companies for registration on Monday, 7 June 2021 (Bermuda time). All of the Conditions of the Scheme have been fulfilled or waived (as applicable). Accordingly, the Scheme became effective on Monday, 7 June 2021 (Bermuda time), upon which the Scheme Shareholders ceased to be Shareholders.

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

The listing of the Shares on the Stock Exchange will be withdrawn with effective from 4:00 p.m. on Tuesday, 8 June 2021.

### **DESPATCH OF CHEQUE UNDER THE SCHEME**

The cheques for payment of the Cancellation Price will be despatched to the Disinterested Scheme Shareholders as soon as possible but in any event on or before Thursday, 17 June 2021.

### **DESPATCH OF SECOND INTERIM DIVIDEND CHEQUE**

The cheques for payment of the Second Interim Dividend will be despatched to the Shareholders as soon as possible but in any event on or before Thursday, 17 June 2021.

By order of the board of  
**Genesis Ventures Limited**  
**OEI Kang, Eric**  
*Director*

By order of the board of  
**HKC (HOLDINGS) LIMITED**  
**LEUNG Wing Sum, Samuel**  
*Executive Director*

Hong Kong, 8 June 2021

*As at the date of this joint announcement, the Board comprises seven Directors, of which Mr. OEI Kang, Eric, Mr. LEE Shiu Yee, Daniel, Mr. WONG Jake Leong, Sammy and Mr. LEUNG Wing Sum, Samuel are Executive Directors; and Mr. CHENG Yuk Wo, Mr. Albert Thomas DA ROSA, Junior and Mr. VOON Hian-fook, David are Independent Non-executive Directors.*

*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 opinions expressed by directors of the Offeror in their capacity as 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.*

*As at the date of this joint announcement, the directors of the Offeror are Mr. OEI Kang, Eric and Mrs. OEI Valonia Lau.*

*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 the Group) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than opinions expressed by the directors of the Company in their capacity as the directors of 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.*

*\* For identification purposes only*