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Zhejiang Cangnan Instrument Group Company Limited

浙江蒼南儀錶集團股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 1743)

ANNOUNCEMENT IN RELATION TO

**1. VOLUNTARY UNCONDITIONAL OFFER BY HUATAI
ON BEHALF OF THE COMPANY FOR ALL THE ISSUED H SHARES IN
ZHEJIANG CANGNAN INSTRUMENT GROUP COMPANY LIMITED;**

2. LAST DAY OF TRADING

AND

3. WITHDRAWAL OF LISTING

Financial Adviser to the Company



Independent Financial Adviser to the Independent H Shareholders



References are made to (i) the announcements of Zhejiang Cangnan Instrument Group Company Limited (the “**Company**”) dated 5 February 2021, 3 March 2021 and 12 March 2021 made pursuant to Rule 3.7 and Rule 3.5, respectively, of the Takeovers Code; (ii) the offer document (the “**Offer Document**”) dated 1 April 2021; and (iii) the announcements dated 13 April 2021, 30 April 2021 and 17 May 2021 issued by the Company in relation to the Share Buy-back Offer and the Voluntary Withdrawal; (iv) the announcement dated 17 May 2021 in relation to the poll results of the EGM, the H Shareholders Class Meeting and the Domestic Shareholders Class Meeting; and (v) the announcement dated 31 May 2021 issued by the Company in relation to the Share Buy-back Offer becoming unconditional in all respects. Unless otherwise defined, capitalized terms used herein shall have the same meanings as those defined in the Offer Document.

WITHDRAWAL OF LISTING OF THE SHARES AND LAST DAY OF TRADING

The Stock Exchange has approved the withdrawal of listing of the H Shares from the Stock Exchange pursuant to Rule 6.15 of the Listing Rules. The last day of trading in the H Shares on the Stock Exchange will be on Tuesday, 22 June 2021 and the listing of the H Shares on the Stock Exchange will be withdrawn with effect from 9:00 a.m. on Monday, 5 July 2021. H Shareholders will be notified by way of an announcement of results of the Share Buy-back Offer on Monday, 28 June 2021, being the Final Closing Day.

NO RIGHT OF COMPULSORY ACQUISITION

The Company has no rights under the laws of the PRC and the Articles of Association of the Company to compulsorily acquire the H Shares that are not tendered for acceptance pursuant to the Share Buy-back Offer. Independent H Shareholders are reminded that the Share Buy-back Offer will remain open for acceptance until 28 June, 2021. **Accordingly, the Independent H Shareholders are reminded that if they do not accept the Share Buy-back Offer and the H Shares are delisted from the Stock Exchange, this will result in the Independent H Shareholders holding securities that are not listed on the Stock Exchange and the liquidity of the H Shares may be severely reduced. In addition, the Company will no longer be subject to the requirements under the Listing Rules and may or may not continue to be subject to the Takeovers Code after completion of the Share Buy-back Offer depending on whether it remains as a public company in Hong Kong for the purposes of the Takeovers Code thereafter.**

By order of the Board

Zhejiang Cangnan Instrument Group Company Limited
Hong Zuobin
Chairman

Hong Kong, 21 June 2021

As of the date of this announcement, the Board comprises Mr. Hong Zuobin, Mr. Huang Youliang, Mr. Jin Wensheng, Mr. Yin Xingjing, Mr. Zhang Shengyi, Ms. Lin Zichan and Mr. Lin Zhongzhu as executive Directors, Mr. Ye Xiaosen and Mr. Hou Zukuan as non-executive Directors and Mr. Ng Jack Ho Wan, Mr. Wong Hak Kun, Mr. Wang Jingfu, Mr. Li Jing and Mr. Su Zhongdi as independent non-executive Directors.

All the directors of the Company jointly and severally accept full responsibility for the accuracy of 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.