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Victory Summit Global Limited

(Incorporated in the British Virgin Islands with limited liability)

ANNOUNCEMENT

**DESPATCH OF THE OFFER DOCUMENT IN RELATION TO
THE VOLUNTARY CONDITIONAL CASH OFFER BY
YU MING INVESTMENT MANAGEMENT LIMITED
ON BEHALF OF VICTORY SUMMIT GLOBAL LIMITED
TO ACQUIRE ALL THE ISSUED SHARES OF
FDG KINETIC LIMITED
(OTHER THAN THOSE SHARES ALREADY OWNED OR AGREED
TO BE ACQUIRED BY VICTORY SUMMIT GLOBAL LIMITED AND
PARTIES ACTING IN CONCERT WITH IT)**

Financial Adviser to Victory Summit Global Limited



YU MING INVESTMENT MANAGEMENT LIMITED
馮銘投資管理有限公司

Reference is made to the announcement issued by Victory Summit Global Limited (the “Offeror”) dated 5 July 2021 and the offer document (the “Offer Document”) issued by the Offeror dated 26 July 2021 in relation to the Offer. Unless the context requires otherwise, capitalised terms used in this announcement shall have the same meanings as those defined in the Offer Document.

DESPATCH OF THE OFFER DOCUMENT

The Offer Document, together with the form of acceptance, containing, among other things, (i) detailed terms and conditions of the Offer; (ii) the expected timetable in respect of the Offer; (iii) the letter from Yu Ming setting out, among others, the details of the Offer, have been despatched to the FDG Shareholders on Monday, 26 July 2021 in accordance with the Takeovers Code.

EXPECTED TIMETABLE OF THE OFFER

The expected timetable of the Offer set out below is indicative only and may be subject to change. Further announcement(s) will be made in the event of any changes to the timetable as and when appropriate.

Event	Date 2021
Despatch date of the Offer Document and the accompanying Form of Acceptance and the Offer opens for acceptance (<i>Note 1</i>)	Monday, 26 July
Latest date for the posting of the Response Document (<i>Note 2</i>).	Monday, 9 August
First Closing Date	Monday, 23 August
Latest time and date for acceptance of the Offer on the First Closing Date (<i>Notes 3 & 4</i>)	4:00 p.m. on Monday, 23 August
Announcement of the results of the Offer as at the First Closing Date to be posted on the websites of the Stock Exchange and FDG Kinetic	by 7:00 p.m. on Monday, 23 August
Latest date for posting of remittances for the amount due in respect of valid acceptances received under the Offer on or before 4:00 p.m. on the First Closing Date (assuming the Offer becomes or is declared unconditional on the First Closing Date) (<i>Note 5</i>)	Wednesday, 1 September
Final Closing Date if the Offer becomes or is declared unconditional on the First Closing Date (<i>Note 6</i>).	Monday, 6 September
Latest time and date for the Offer remaining open for acceptances on the Final Closing Date (assuming the Offer becomes or is declared unconditional on the First Closing Date) (<i>Note 6</i>)	4:00 p.m. on Monday, 6 September
Announcement of the results of the Offer as at the Final Closing Date to be posted on the website of the Stock Exchange and FDG Kinetic.	by 7:00 p.m. on Monday, 6 September

Event

**Date
2021**

Latest date for posting of remittances for the amount due in respect of valid acceptances received under the Offer on or before 4:00 p.m. on the Final Closing Date (assuming the Offer becomes or is declared unconditional in all respects on the First Closing Date) (*Note 5*)Wednesday, 15 September

Latest time and date by which the Offer can be declared unconditional as to acceptance (*Note 7*).by 7:00 p.m. on Friday, 24 September

Notes:

- (1) The Offer is open for acceptance for at least 28 days following the date on which the Offer Document is posted, as the Response Document will be posted after the date on which the Offer Document is posted, unless the Offeror revises or extends the Offer in accordance with the Takeovers Code.
- (2) In accordance with the Takeovers Code, FDG Kinetic is required to post the Response Document within 14 days from the posting of the Offer Document unless the Executive consents to a later date. Such consent will only be given if the Offeror agrees to an extension of the First Closing Date by the number of days in respect of which the delay in the posting of the Response Document is agreed.
- (3) Beneficial owners of the Shares who hold their Shares in CCASS directly as an investor participant or indirectly via a broker or custodian participant should note the timing requirements (as set out in Appendix I to the Offer Document) for causing instructions to be made to CCASS in accordance with the General Rules of CCASS and CCASS Operational Procedures. Acceptance of the Offer shall be irrevocable and is not capable of being withdrawn, except in the circumstances as set out under “Right of Withdrawal” in Appendix I to the Offer Document.
- (4) The Response Document is posted after the date on which the Offer Document is posted. In accordance with the Takeovers Code, the Offer must initially be open for acceptance for at least 28 days following the date on which the Offer Document is posted. Accordingly, the latest time and date for acceptance of the Offer on the First Closing Date is 4:00 p.m. on 23 August 2021 unless the Offeror revises or extends the Offer in accordance with the Takeovers Code. An announcement will be issued on the websites of the Stock Exchange and FDG Kinetic by 7:00 p.m. on the First Closing Date, stating whether the Offer has been extended, revised or expired. In the event that the Offeror decides to extend the Offer and the announcement does not specify the next closing date, at least 14 days’ notice by way of an announcement will be given before the Offer is closed in accordance with the Takeovers Code.
- (5) Subject to the Offer becoming unconditional, remittances in respect of the cash consideration for the Shares tendered under the Offer will be posted to each accepting FDG Shareholder (to the address specified on the relevant FDG Shareholder’s Form of Acceptance) by ordinary post at his/her/its own risk as soon as possible, but in any event within seven (7) Business Days following the later of the date of receipt by the Receiving Agent of the accompanying Form of Acceptance and all the relevant

documents necessary to render the acceptance under the Offer complete, valid and in compliance with Note 1 to Rule 30.2 of the Takeovers Code, and the date on which the Offer becomes or is declared unconditional in all respects.

- (6) In accordance with the Takeovers Code, where the Offer becomes or is declared unconditional in all respects, the Offer should remain open for acceptance for not less than 14 days thereafter. In such case, at least 14 days' notice in writing must be given before the Offer is closed.
- (7) Pursuant to the Takeovers Code, unless with the consent of the Executive, the Offer may not become or be declared unconditional as to acceptance after 7:00 p.m. on the 60th day after the date of the posting of the initial Offer Document.
- (8) The latest time and date for acceptance of the Offer and the latest date for posting of remittances for the amounts due under the Offer in respect of valid acceptances will change if there is a tropical cyclone warning signal number 8 or above, or a "black rainstorm warning", in force in Hong Kong or "extreme conditions" caused by super typhoon is announced by The Government of Hong Kong Special Administrative Region at any time between 12:00 noon and 4:00 p.m. on the latest date for acceptance of the Offer and the latest date for posting of remittances for the amounts due under the Offer in respect of valid acceptances. Instead the latest time for acceptance of the Offer and the posting of remittances will be rescheduled to 4:00 p.m. on the next following Business Day which does not have either of those warnings in force at any time between 9:00 a.m. and 4:00 p.m.

Save as mentioned above, if the latest time for the acceptance of the Offer does not take effect on the time and date as stated above, the other dates mentioned above may be affected. The Offeror will notify the FDG Shareholders by way of announcement(s) on any change to the expected timetable as soon as practicable.

All references to dates and time contained in the expected timetable refer to Hong Kong dates and time.

WARNING: FDG Shareholders are strongly advised to read the Offer Document carefully before deciding whether or not to accept the Offer. FDG Shareholders and/or potential investors of FDG Kinetic should note that the Offer is subject to the satisfaction or waiver (where applicable) of the Conditions or being declared unconditional in all respects. Accordingly, the Offer may or may not become unconditional. FDG Shareholders and/or potential investors of FDG Kinetic should therefore exercise caution when dealing in the securities of FDG Kinetic. Persons who are in doubt as to the action they should take should consult their licensed securities dealers or registered institutions in securities, bank managers, solicitors, professional accountants or other professional advisers.

By order of the sole director of
Victory Summit Global Limited
Xu Haohao
Sole Director

Hong Kong, 26 July 2021

As at the date of this announcement, the sole director of the Offeror is Mr. Xu Haohao.

The sole director of the Offeror accepts full responsibility for the accuracy of the information contained in this announcement and confirms, having made all reasonable enquiries, that to the best of his 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 statements in this announcement misleading.