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**LUK FOOK HOLDINGS  
(INTERNATIONAL) LIMITED**  
*(Incorporated in Bermuda with limited liability)*  
(Stock Code: 0590)



**HONG KONG RESOURCES  
HOLDINGS COMPANY LIMITED**  
*(Incorporated in Bermuda with limited liability and  
carrying on business in Hong Kong as HKRH China  
Limited)*  
(Stock Code: 2882)

**LUK FOOK 3D INVESTMENT  
HOLDING COMPANY LIMITED**  
*(Incorporated in Hong Kong with limited liability)*

## **JOINT ANNOUNCEMENT**

**MONTHLY UPDATE IN RELATION TO POSSIBLE UNCONDITIONAL  
MANDATORY CASH OFFERS BY OPTIMA CAPITAL LIMITED FOR AND ON  
BEHALF OF LUK FOOK 3D INVESTMENT HOLDING COMPANY LIMITED  
TO ACQUIRE ALL ISSUED SHARES IN HONG KONG RESOURCES  
HOLDINGS COMPANY LIMITED (OTHER THAN THOSE ALREADY OWNED  
OR AGREED TO BE ACQUIRED BY LUK FOOK 3D INVESTMENT HOLDING  
COMPANY LIMITED AND PARTIES ACTING IN CONCERT WITH IT) AND  
CANCEL ALL OUTSTANDING OPTIONS OF HONG KONG RESOURCES  
HOLDINGS COMPANY LIMITED**

**Financial adviser to the Offeror**



**Independent financial adviser to the  
Independent Board Committees**  
Nuada Limited

References are made to (i) the announcement jointly published by Luk Fook Holdings, the Offeror and HKRH dated 28 July 2023 (the “**Rule 3.5 Announcement**”) in relation to, among others, the Sale and Purchase Agreements, the Disposal Agreement and the Offers; and (ii) the announcement jointly published by Luk Fook Holdings, the Offeror and HKRH dated 18 August 2023 (the “**Delay in Despatch Announcement**”) in relation to the delay in despatch of composite document relating to the Offers (collectively, the “**Joint Announcements**”). Unless the context otherwise requires, all capitalised terms used in this joint announcement shall have the same meanings as those defined in the Joint Announcements.

The Offeror and HKRH wish to update the HKRH Shareholders, HKRH Optionholders and potential investors of HKRH on the latest development of the Offers.

As disclosed in the Rule 3.5 Announcement, the Offers will only be made if Completion takes place, and Completion is subject to satisfaction and/or waiver, if applicable, of the Conditions contained in the Sale and Purchase Agreements.

As at the date of this joint announcement, save for the Condition that the Disposal Agreement is being entered into simultaneously with the Sale and Purchase Agreements, none of the other Conditions has been fulfilled. Filings have been made by the Offeror to the SAMR in relation to the transactions under the Sale and Purchase Agreements pursuant to the requirements of the Anti-Monopoly Law of the PRC. HKRH is in the process of preparing the contents of its circular in relation to the Disposal Agreement which is expected to be sent to the HKRH Shareholders on or before 9 October 2023. Save for the aforesaid, there is no further update in respect of the fulfilment of the Conditions from the date of the Rule 3.5 Announcement.

As disclosed in the Delay in Despatch Announcement, an application for consent has been made to the Executive pursuant to Rule 8.2 of the Takeovers Code, and the Executive has granted its consent to extending the latest date for the despatch of the Composite Document (accompanied by the forms of acceptance) to a date within 7 days after the Completion or 21 December 2023, whichever is earlier.

Further announcement(s) setting out the progress and any material developments in relation to the Sale and Purchase Agreements and the Offers will be made as and when necessary in accordance with the Listing Rules and/or the Takeovers Code (as the case may be) and/or on a monthly basis until the despatch of the Composite Document.

**The Offers will only be made if Completion takes place. Completion is subject to satisfaction and/or waiver, if applicable, of the Conditions contained in the Sale and Purchase Agreements. The Offers therefore may or may not be made. HKRH Shareholders, HKRH Optionholders and potential investors of HKRH are advised to exercise extreme caution when dealing in the securities of HKRH, and if they are in any doubt about their position, they should consult their professional advisers.**

**HKRH Shareholders and HKRH Optionholders are encouraged to read the circular of HKRH and the Composite Document carefully, including the advice from the Independent Financial Adviser to the Code IBC of HKRH and the recommendation from the Code IBC of HKRH to the Independent HKRH Shareholders and Independent HKRH Optionholders in respect of the Offers, before deciding whether or not to accept the Offers and whether or not to approve the Disposal Agreement, the Special Deal and the transactions contemplated thereunder.**

By order of the board of  
directors of  
**Luk Fook Holdings  
(International) Limited**  
**WONG Wai Sheung**  
*Chairman & Chief Executive  
Officer*

By order of the board of  
directors of  
**Hong Kong Resources  
Holdings Company  
Limited**  
**LI Ning**  
*Chairman*

By order of the board of  
directors of  
**Luk Fook 3D  
Investment Holding  
Company Limited**  
**WONG Wai Sheung**  
*Director*

Hong Kong, 18 September 2023

*As at the date of this joint announcement, Luk Fook Holdings' executive directors are Mr. WONG Wai Sheung (Chairman and Chief Executive Officer), Ms. WONG Hau Yeung, Ms. WONG Lan Sze, Nancy and Dr. CHAN So Kuen; the non-executive directors are Mr. WONG Ho Lung, Danny (Deputy Chairman), Mr. TSE Moon Chuen, Mr. HUI Chiu Chung, JP and Mr. LI Hon Hung, BBS, MH, JP; the independent non-executive directors are Mr. IP Shu Kwan, Stephen, GBS, JP, Mr. MAK Wing Sum, Alvin, Ms. WONG Yu Pok, Marina, JP and Mr. HUI King Wai.*

*The directors of Luk Fook Holdings jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the HKRH Group) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the directors of HKRH) 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, HKRH's executive directors are Mr. LI Ning (Chairman) and Mr. WANG Chaoguang (Co-chairman); the non-executive director is Mr. HU Hongwei; the independent non-executive directors are Dr. LOKE Yu alias LOKE Hoi Lam, Dr. FAN, Anthony Ren Da and Mr. CHAN Kim Sun*

*The directors of HKRH jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the Offeror and the Offeror Concert Parties), and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the directors of Luk Fook Holdings and 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 statements in this joint announcement misleading.*

*As at the date of this joint announcement, the directors of the Offeror are Mr. WONG Wai Sheung, Ms. WONG Lan Sze, Nancy and Dr. Chan So Kuen.*

*The directors of the Offeror jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the HKRH Group) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the directors of HKRH) 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.*