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## **Resplendent Global Limited**

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



## **KIN YAT HOLDINGS LIMITED** **建溢集團有限公司**

website: <http://www.kinyat.com.hk>

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 638)**

### **JOINT ANNOUNCEMENT**

# **(1) PROPOSED PRIVATISATION OF KIN YAT HOLDINGS LIMITED BY RESPLENDENT GLOBAL LIMITED BY WAY OF A SCHEME OF ARRANGEMENT UNDER SECTION 99 OF THE COMPANIES ACT; (2) PROPOSED WITHDRAWAL OF LISTING OF KIN YAT HOLDINGS LIMITED**

## **DELAY IN DESPATCH OF THE SCHEME DOCUMENT**

### **Joint Financial Advisers to the Offeror**



Reference is made to the announcement jointly published by Resplendent Global Limited (the “**Offeror**”) and Kin Yat Holdings Limited (the “**Company**”) dated 18 April 2024 (the “**Joint Announcement**”) in relation to, among other things, the proposal for the privatisation of the Company by the Offeror by way of a scheme of arrangement under section 99 of the Companies Act. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Joint Announcement.

Pursuant to Rule 8.2 of the Takeovers Code, unless the Executive's consent is obtained, the Scheme Document containing, among other things, (a) further details of the Proposal and the Scheme; (b) an explanatory statement of the Scheme; (c) the expected timetable relating to the Proposal and the Scheme; (d) the letter from the Independent Board Committee containing its recommendations to the Scheme Shareholders in respect of the Proposal and the Scheme; (e) the letter of advice from the Independent Financial Adviser containing its advice to the Independent Board Committee in respect of the Proposal and the Scheme; (f) the property valuation report; and (g) notices of the Court Meeting and the SGM (including proxy forms relating to such meetings for use by the Scheme Shareholders), should normally be despatched to the Shareholders within 21 days of the Joint Announcement (i.e. on or before 9 May 2024) or such later date as the Executive may approve.

As (i) additional time is required to prepare and finalise the information contained in the Scheme Document including, among others, the letter of advice from the Independent Financial Adviser and the property valuation report; and (ii) certain key dates of the Proposal are subject to, among other things, the hearing by the Court for the application to convene the Court Meeting and the directions given thereat, an application for consent has been made to the Executive pursuant to Rule 8.2 of the Takeovers Code, and the Executive has indicated that it is minded to grant its consent, for an extension of the latest date for the despatch of the Scheme Document to on or before 15 July 2024.

Further announcement(s) will be made by the Company and the Offeror as and when appropriate in compliance with the Takeovers Code upon the despatch of the Scheme Document. A detailed timetable for the Proposal and the Scheme will be set out in the Scheme Document and in the announcement to be jointly issued by the Company and the Offeror upon the despatch of the Scheme Document.

**WARNING: Shareholders, Option Holders and/or potential investors should be aware that the implementation of the Proposal is subject to the Conditions being fulfilled or waived, as applicable, and therefore the Proposal may or may not be implemented. Shareholders, Option Holders and/or potential investors should therefore exercise caution when dealing in the securities of the Company. Persons who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional advisers.**

By order of the board of  
**Resplendent Global Limited**  
**Cheng Chor Kit**  
*Director*

By order of the board of  
**Kin Yat Holdings Limited**  
**Cheng Tsz To**  
*Executive Director*

Hong Kong, 8 May 2024

*As at the date of this joint announcement, the Board comprises (a) four executive Directors, namely Mr. Cheng Chor Kit, Mr. Liu Tat Luen, Mr. Cheng Tsz To and Mr. Cheng Tsz Hang; and (b) three independent non-executive Directors, namely Mr. Wong Chi Wai, Mr. Cheung Wang Ip and Mr. Chan Yim Por Bonnie.*

*The Directors 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. Cheng Chor Kit and Mdm. Tsang Yuk Wan.*

*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 in their capacity as the Directors) 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.*