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**Vinda International Holdings Limited**  
**維達國際控股有限公司**

**ISOLA CASTLE LTD**

*(Incorporated in the Cayman Islands with limited liability)*

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 3331)**

## **JOINT ANNOUNCEMENT**

**VOLUNTARY UNCONDITIONAL CASH OFFER BY BNP PARIBAS SECURITIES (ASIA) LIMITED AND CHINA INTERNATIONAL CAPITAL CORPORATION HONG KONG SECURITIES LIMITED FOR AND ON BEHALF OF THE OFFEROR FOR ALL THE ISSUED SHARES OF VINDA INTERNATIONAL HOLDINGS LIMITED (OTHER THAN THOSE ALREADY OWNED BY THE OFFEROR AND THE OFFEROR CONCERT PARTIES)**

**(1) COMPLETION OF COMPULSORY ACQUISITION  
AND**

**(2) WITHDRAWAL OF LISTING OF THE SHARES**

**Lead Financial Adviser to the Offeror**



**BNP PARIBAS**

**Joint Financial Adviser to the Offeror**



**Financial Adviser to the Company**



**Independent Financial Adviser to the  
Company**



Reference is made to (i) the composite offer and response document dated 8 March 2024 jointly issued by Isola Castle Ltd (the “**Offeror**”) and Vinda International Holdings Limited (the “**Company**”) in relation to the voluntary conditional cash offer for all the issued shares of the Company (other than those already owned by the Offeror and the Offeror Concert Parties) (the “**Composite Document**”); (ii) the announcement dated 11 March 2024 jointly issued by the Offeror and the Company in relation to, among others, the Offer having become unconditional in all respects on the same day; (iii) the announcement dated 22 March 2024 jointly issued by the Offeror and the Company in relation to, among other things, the level of acceptance having reached the compulsory acquisition threshold; (iv) the announcement dated 2 April 2024 jointly issued by the Offeror and the Company in relation to, among other things, the close of the Offer and the results of the Offer (the “**Closing Announcement**”); (v) the announcement dated 9 July 2024 jointly issued by the Company and the Offeror in relation to, among other things, the compulsory acquisition (the “**CA Announcement**”); and (vi) the compulsory acquisition notice issued by the Offeror on 9 July 2024.

Capitalised terms used herein shall have the same meanings as defined in the Composite Document, the Closing Announcement and the CA Announcement unless the context requires otherwise. All times and dates contained in this announcement refer to Hong Kong times and dates.

## **COMPLETION OF COMPULSORY ACQUISITION**

On Tuesday, 9 July 2024, pursuant to section 88 of the Companies Act, the Offeror despatched the Compulsory Acquisition Notices to the Remaining Offer Shareholders. The notice period during which the Remaining Offer Shareholders could apply to the Grand Court to object to the Compulsory Acquisition expired at 11:59 p.m. on Thursday, 8 August 2024 (Cayman Islands time) (being the date of expiry of one month from the date of the Compulsory Acquisition Notice). Based on the search of the Register of Writs and Other Originating Process of the Grand Court conducted by the Offeror on Friday, 9 August 2024 (Cayman Islands time), no such application had been made to the Grand Court by any Remaining Offer Shareholders. Since no Remaining Offer Shareholders had made an application by 11:59 p.m. on Thursday, 8 August 2024 (Cayman Islands time), the Offeror became entitled and bound to acquire the Remaining Offer Shares on the same terms as the Offer.

The Compulsory Acquisition was completed and all the Remaining Offer Shares were transferred to the Offeror on Thursday, 15 August 2024. The aggregate amount of the Compulsory Acquisition Consideration due to the Remaining Offer Shareholders has been paid by the Offeror to the Company which is holding such sum in a separate bank account on trust for the Remaining Offer Shareholders until the earlier of (i) all Remaining Offer Shareholders having been paid the Compulsory Acquisition Consideration; and (ii) the expiry of six years from the date of completion of the Compulsory Acquisition. The Compulsory Acquisition Cheques will be despatched to the Remaining Offer Shareholders, whose names appear on the Register on Monday, 12 August 2024, or other persons entitled thereto as soon as practicable and in any event no later than the end of September 2024.

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

The Stock Exchange has approved the withdrawal of listing of the Shares from the Main Board of the Stock Exchange pursuant to Rule 6.15(1) of the Listing Rules. The last day of trading of the Shares on the Stock Exchange was Tuesday, 2 April 2024 and the listing of the Shares on the Stock Exchange will be withdrawn with effect from 9:00 a.m. on Friday, 16 August 2024.

By order of the board of directors of  
**ISOLA CASTLE LTD**  
**Lee Chong**  
*Director*

By order of the Board of  
**Vinda International Holdings Limited**  
**Hu Wei**  
*Chairman*

Hong Kong, China, 15 August 2024

*As at the date of this announcement, the Board comprises Mr. Hu Wei as executive Director; Mr. Lee Chong and Mr. George Thomas Dantas as non-executive Directors; and Mr. Tsui King Fai, Mr. Wong Kwai Huen, Albert, Mr. Law Hong Ping, Lawrence and Dr. Cao Zhenlei as independent non-executive Directors.*