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*This joint announcement appears for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for the securities of Hanbo Enterprises Holdings Limited.*



**PLUS VALUE INTERNATIONAL LIMITED**      **HANBO ENTERPRISES HOLDINGS LIMITED**  
*(Incorporated in the British Virgin Islands with limited liability)*      **恒寶企業控股有限公司**  
*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 1367)**

## **JOINT ANNOUNCEMENT**

**DESPATCH OF COMPOSITE OFFER AND RESPONSE DOCUMENT  
RELATING TO  
MANDATORY UNCONDITIONAL CASH OFFER FOR SHARES  
BY HAITONG INTERNATIONAL SECURITIES COMPANY LIMITED  
FOR AND ON BEHALF OF PLUS VALUE INTERNATIONAL LIMITED  
TO ACQUIRE ALL OF THE ISSUED SHARES  
IN THE SHARE CAPITAL OF  
HANBO ENTERPRISES HOLDINGS LIMITED  
(OTHER THAN THOSE SHARES ALREADY OWNED OR AGREED TO BE  
ACQUIRED BY PLUS VALUE INTERNATIONAL LIMITED)**

**Financial adviser  
to the Offeror**



**Financial adviser to  
Hanbo Enterprises Holdings Limited**



**Independent Financial Adviser to the Independent Board Committee**



### **DESPATCH OF THE COMPOSITE DOCUMENT**

The Composite Document containing, among other things, (i) the expected timetable in respect of the Share Offer; (ii) a letter from Haitong International Securities; (iii) a letter from the Board; (iv) a letter from the Independent Board Committee; and (v) a letter of advice from Goldin Financial, the Independent Financial Adviser to the Independent Board Committee in relation to the Share Offer, together with the accompanying form of acceptance, will be despatched to the Shareholders on 7 November 2016 in accordance with the Takeovers Code. The expected timetable in relation to the Share Offer is set out below in this joint announcement.

**Independent Shareholders should read the Composite Document and the accompanying form of acceptance carefully, including the recommendations of the Independent Board Committee to the Independent Shareholders and the advice from Goldin Financial, the Independent Financial Adviser to the Independent Board Committee, in respect of the Share Offer, before deciding whether or not to accept the Share Offer.**

**Shareholders and/or potential investors of the Company should exercise caution when dealing in the securities of the Company. The Offeror and the Company remind their respective associates of the dealing restrictions under the Takeovers Code and to disclose their permitted dealings, if any, in any securities of the Company.**

Reference is made to (i) the joint announcement issued by Hanbo Enterprises Holdings Limited (the “**Company**”) and Plus Value International Limited (the “**Offeror**”) dated 17 October 2016 in respect of, among other things, the Sale and Purchase Agreement and the potential Share Offer; and (ii) the joint announcement issued by the Company and the Offeror dated 20 October 2016 in respect of, among other things, completion of the Sale and Purchase Agreement (collectively, the “**Joint Announcements**”).

Unless the context requires otherwise, capitalised terms used in this joint announcement shall have the same meanings as those defined in the Joint Announcements.

## **DESPATCH OF THE COMPOSITE DOCUMENT**

The Composite Document containing, among other things, (i) the expected timetable in respect of the Share Offer; (ii) a letter from Haitong International Securities; (iii) a letter from the Board; (iv) a letter from the Independent Board Committee; and (v) a letter of advice from Goldin Financial, the Independent Financial Adviser to the Independent Board Committee in relation to the Share Offer, together with the accompanying form of acceptance, will be despatched to the Shareholders on 7 November 2016 in accordance with the Takeovers Code.

## **EXPECTED TIMETABLE**

The Share Offer will be opened for acceptance on and from Monday, 7 November 2016 and the latest time and date for acceptance of the Share Offer is 4:00 p.m. on Monday, 28 November 2016 (unless revised or extended in accordance with the Takeovers Code, in which case, announcement(s) will be made as and when appropriate).

Unless otherwise specified, all times and dates contained in this joint announcement refer to Hong Kong local times and dates.

Despatch date of the Composite Document  
and the accompanying form of acceptance and  
the commencement date of the Share Offer (*Note 1*) . . . . . Monday, 7 November 2016

Latest time and date for acceptance of  
the Share Offer (*Notes 2, 3 and 5*) . . . . . by 4:00 p.m. on  
Monday, 28 November 2016

Closing date of the Share Offer  
(the “**Closing Date**”) (*Notes 2 and 5*) . . . . . Monday, 28 November 2016

Announcement of the results of the Share Offer as at the Closing Date to be posted on the website of the Stock Exchange and the website of the Company (*Note 2*) . . . . . by 7:00 p.m. on Monday, 28 November 2016

Latest date for posting of remittances for the amounts due under the Share Offer in respect of valid acceptances received at or before the latest time for acceptance of the Share Offer on the Closing Date (*Notes 4 and 5*) . . . . . Wednesday, 7 December 2016

*Notes:*

- (1) The Share Offer is made on the date of posting of the Composite Document, and is capable of acceptance on and from this date until the Closing Date.
- (2) The latest time for acceptance of the Share Offer is 4:00 p.m. on Monday, 28 November 2016, being 21 days following the date of the Composite Document, unless the Offeror revises or extends the Share Offer in accordance with the Takeovers Code. The Offeror has the right under the Takeovers Code to extend the Share Offer until such date as it may determine in accordance with the Takeovers Code (or as permitted by the Executive in accordance with the Takeovers Code). An announcement will be made on the website of the Stock Exchange and the website of the Company by 7:00 p.m. on the Closing Date stating the results of the Share Offer and whether the Share Offer has been extended, revised or expired. In the event that the Offeror decides to revise or extend the Share Offer and the announcement does not state the next closing date, at least 14 days' notice in writing must be given before the Share Offer is closed to those Independent Shareholders who have not accepted the Share Offer and an announcement must be published.
- (3) Beneficial owners of 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 (set out in Appendix I to the Composite Document) for causing instructions to be made to CCASS in accordance with the General Rules of CCASS and CCASS Operational Procedures.
- (4) Remittances in respect of the cash consideration (after deducting the seller's Hong Kong ad valorem stamp duty) payable for the Offer Shares tendered under the Share Offer will be despatched to the Accepting Shareholders by ordinary post at their own risk as soon as possible, but in any event within 7 Business Days after the date of receipt of a duly completed acceptance in accordance with the Takeovers Code. Acceptance of the Share Offer shall be irrevocable and not capable of being withdrawn, except as permitted under the Takeovers Code. Please refer to paragraph 5 headed "Right of withdrawal" in Appendix I to the Composite Document for further information on the circumstances where acceptances may be withdrawn.
- (5) If there is a tropical cyclone warning signal number 8 or above, or a black rainstorm warning: (a) in force in Hong Kong at any local time before 12:00 noon but no longer in force after 12:00 noon on the latest date for acceptance of the Share Offer and the latest date for posting of remittances for the amounts due under the Share Offer in respect of valid acceptances, the latest time for acceptance of the Share Offer will remain at 4:00 p.m. on the same Business Day and the posting of the remittances will be made on the same Business Day; or (b) in force in Hong Kong at any local time between 12:00 noon and 4:00 p.m. on the latest date for acceptance of the Share Offer and the latest date for posting of remittances for the amounts due under the Share Offer in respect of valid acceptances, the latest time for acceptance of the Share Offer will be rescheduled to 4:00 p.m. on the following Business Day which does not have either of those warning in force at any time between 9:00 a.m. and 4:00 p.m. or such other day as the Executive may approve in accordance with the Takeovers Code and the posting of the remittances will be made on the following Business Day which does not have either of those warning 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 Share Offer and the posting of remittances do not take effect on the date and time as stated above, the other dates mentioned above may be affected. The Offeror and the Company will notify the Shareholders by way of announcement(s) on any change to the expected timetable as soon as practicable.

## **IMPORTANT**

**Independent Shareholders should read the Composite Document and the accompanying form of acceptance carefully, including the recommendations of the Independent Board Committee to the Independent Shareholders and the advice from Goldin Financial, the Independent Financial Adviser to the Independent Board Committee, in respect of the Share Offer, before deciding whether or not to accept the Share Offer.**

**Shareholders and/or potential investors of the Company should exercise caution when dealing in the securities of the Company. The Offeror and the Company remind their respective associates of the dealing restrictions under the Takeovers Code and to disclose their permitted dealings, if any, in any securities of the Company.**

By order of the sole director of  
**Plus Value International Limited**  
**Lai Leong**  
*Director*

By order of the board of directors of  
**Hanbo Enterprises Holdings Limited**  
**Cheng Lap Yin**  
*Chairman*

Hong Kong, 4 November 2016

*As at the date of this joint announcement, Mr. Lai is the sole director of the Offeror.*

*As at the date of this joint announcement, the Board comprises the executive directors of the Company, including Mr. Cheng Lap Yin, Mr. Liu Chung Tong, Mr. Liu Ying Yin, James, Mr. Kao Lap Shing and Mr. Yu Yuen Mau, Banny, and the independent non-executive directors of the Company, including Mr. Chung Kwok Pan, Mr. Lai Kin Keung and Mr. Lau Chart Chou.*

*The sole director of the Offeror accepts full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the Group), and confirms, having made all reasonable enquires, that to the best of his knowledge, opinions expressed in this joint announcement (other than those expressed by the Group) 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 contained in this joint announcement misleading.*

*All Directors 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 parties acting in concert with it), and confirm, having made all reasonable enquires, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the Offeror and parties acting in concert with it) 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 contained in this joint announcement misleading.*