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**Jin Jiang International Holding
Company Limited**

*(a company incorporated in the People's Republic of
China with limited liability)*



**Shanghai Jin Jiang Capital
Company Limited***

*(a joint stock limited company incorporated in the
People's Republic of China with limited liability)
(Stock code: 2006)*

JOINT ANNOUNCEMENT

**PROPOSED MERGER BY ABSORPTION OF THE COMPANY
BY THE OFFEROR**

- (1) IMPLEMENTATION OF THE MERGER
(2) VOLUNTARY WITHDRAWAL OF LISTING OF THE H SHARES
AND
(3) PAYMENT OF THE CANCELLATION PRICE**

Financial Advisers to the Offeror



Reference is made to (i) the announcement jointly published by the Offeror and the Company dated 24 November 2021 in relation to, among others, the Merger Agreement and the Merger; (ii) the announcement jointly published by the Offeror and the Company dated 8 December 2021 in relation to the results of application to the Executive to rebut certain “acting in concert” presumption; (iii) the announcement jointly published by the Offeror and the Company dated 14 December 2021 in relation to the delay in despatch of the Composite Document; (iv) the announcement published by the Company dated 17

December 2021 in relation to the appointment of the Independent Financial Adviser; (v) the announcements jointly published by the Offeror and the Company dated 14 January 2022, 14 February 2022 and 14 March 2022 in relation to the monthly update on the Merger; (vi) the announcement jointly published by the Offeror and the Company dated 28 March 2022 in relation to the fulfilment of the Pre-Condition; (vii) the composite document (the “**Composite Document**”), the notice of EGM, the notice of H Shareholders’ Class Meeting and the announcement jointly published by the Offeror and the Company in relation to the despatch of the Composite Document, each dated 1 April 2022; (viii) the announcement jointly published by the Offeror and the Company dated 19 April 2022 in relation to the special arrangements for the EGM and the H Shareholders’ Class Meeting; and (ix) the announcement jointly published by the Offeror and the Company dated 26 April 2022 in relation to, among others, the poll results of the EGM and the H Shareholders’ Class Meeting and the fulfilment of all the Conditions to effectiveness. Unless otherwise stated, capitalised terms used in this joint announcement shall have the same meanings as those defined in the Composite Document.

IMPLEMENTATION OF THE MERGER

In respect of the Conditions to implementation under the Merger Agreement, the Offeror and the Company jointly announce that as at the date of this joint announcement, all of the Conditions to implementation have been fulfilled. Accordingly, the implementation of the Merger has become unconditional and the Merger has become effective.

VOLUNTARY WITHDRAWAL OF LISTING OF THE H SHARES

Immediately upon the Merger becoming effective, the conditional withdrawal of the listing of the H Shares on the Stock Exchange has become unconditional. As such, the listing of the H Shares on the Stock Exchange will be withdrawn from 4:30 p.m. on Thursday, 5 May 2022.

PAYMENT OF THE CANCELLATION PRICE

Cheques for the payment of the Cancellation Price will be despatched to the H Shareholders on or before Tuesday, 17 May 2022.

By Order of the Board
**Jin Jiang International Holding
Company Limited**
Zhang Xiaoqiang
Director and President

By Order of the Board
**Shanghai Jin Jiang Capital
Company Limited***
Ma Mingju
Executive Director and CEO

Shanghai, China
5 May 2022

As at the date of this joint announcement, the Offeror's directors are Mr. Zhao Qi, Mr. Zhang Xiaoqiang, Ms. Zan Lin, Mr. Shao Zhengping, Mr. Wang Qiang, Mr. Liu Hongzhong and Mr. Zhang Weihua. The directors of the Offeror jointly and severally accepts full responsibility for the accuracy of the information contained in this joint announcement (other than in relation to the Company) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the Directors of the Company) 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 of the statements in this joint announcement misleading.

As at the date of this joint announcement, the executive Directors of the Company are Mr. Zhao Qi, Mr. Chen Liming, Mr. Ma Mingju, Ms. Zhou Wei and Mr. Sun Yu; and the independent non-executive Directors of the Company are Mr. Ji Gang, Dr. Rui Mingjie and Mr. Shen Liqiang. The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than in relation 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 those expressed by 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 of the statements in this joint announcement misleading.

* *The Company is registered as a non-Hong Kong company as defined in the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) under its Chinese name and the English name "**Shanghai Jin Jiang Capital Company Limited**".*