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Master Success International

Investment Limited

萬事成國際投資有限公司

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

Yield Go Holdings Ltd.

耀高控股有限公司

*(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1796)*

**JOINT ANNOUNCEMENT
DESPATCH OF THE COMPOSITE DOCUMENT RELATING
TO UNCONDITIONAL MANDATORY CASH OFFER BY
HEAD & SHOULDERS SECURITIES LIMITED
FOR AND ON BEHALF OF
MASTER SUCCESS INTERNATIONAL INVESTMENT LIMITED
TO ACQUIRE ALL THE ISSUED SHARES OF
YIELD GO HOLDINGS LTD.
(OTHER THAN THOSE ALREADY OWNED AND/OR
AGREED TO BE ACQUIRED
BY MASTER SUCCESS INTERNATIONAL INVESTMENT LIMITED
AND PARTIES ACTING IN CONCERT WITH IT)**

Financial adviser to the Offeror



Capital 9 Limited

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

MERDEKA 領智

Reference is made to the joint announcements issued by Yield Go Holdings Ltd. (the “**Company**”) and Master Success International Investment Limited (the “**Offeror**”) dated 11 May 2022 and 1 June 2022, and the composite offer and response document dated 22 June 2022 jointly published by the Company and the Offeror in relation to, among others, the unconditional mandatory cash offer by Head & Shoulders Securities Limited for and on behalf of the Offeror to acquire all the issued shares of the Company (other than those already owned and/or agreed to be acquired by the Offeror and parties acting in concert with it) (the “**Composite Document**”). Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Composite Document.

DESPATCH OF THE COMPOSITE DOCUMENT

The Composite Document, together with the accompanying Form of Acceptance, containing, among others, (i) the terms and conditions of the Offer; (ii) the expected timetable of the Offer; (iii) a letter of recommendation from the Independent Board Committee to the Independent Shareholders in respect of the Offer; and (iv) a letter of advice from the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders in respect of the Offer, have been despatched to the Independent Shareholders on Wednesday, 22 June 2022 in accordance with the Takeovers Code.

EXPECTED TIMETABLE OF THE OFFER

Set out below is the expected timetable of the Offer as extracted from the Composite Document. The expected timetable set out below is indicative only and further announcement(s) by the Offeror and Company will be made in the event of any changes when appropriate. Unless otherwise specified, all time and date references contained in this joint announcement and in the Composite Document refer to Hong Kong time and dates.

Event	Time & Date
Despatch date of the Composite Document and the Form of Acceptance (<i>Note 1</i>)	Wednesday, 22 June 2022
Offer opens for acceptance (<i>Note 1</i>)	Wednesday, 22 June 2022
Latest time and date for acceptance of the Offer (<i>Notes 2 and 4</i>)	4:00 p.m. on Wednesday, 13 July 2022
Closing Date of the Offer (<i>Notes 2 and 4</i>)	Wednesday, 13 July 2022
Announcement of the results of the Offer as at the Closing Date to be posted on the website of the Stock Exchange (<i>Notes 2 and 4</i>)	No later than 7:00 p.m. on Wednesday, 13 July 2022
Latest date for posting of remittance for the amounts due under the Offer in respect of valid acceptances received under the Offer (<i>Notes 3 and 4</i>)	Friday, 22 July 2022

Note 1: The Offer, which is unconditional in all respects, is made on the date of posting of the Composite Document, and are capable of acceptance on and from that date until 4:00 p.m. on the Closing Date.

Acceptances of the Offer shall be irrevocable and shall not be capable of being withdrawn, except in the circumstances set out in the section headed “5. Right of Withdrawal” in Appendix I to the Composite Document.

Note 2: In accordance with the Takeovers Code, the Offer must initially be opened for acceptance for at least 21 days following the date on which the Composite Document is posted. The latest time and date for acceptance of the Offer is 4:00 p.m. on Wednesday, 13 July 2022. An announcement will be jointly issued by the Company and the Offeror through the website of the Stock Exchange by 7:00 p.m. on Wednesday, 13 July 2022 stating whether the Offer has been extended, revised or expired. In the event that the Offeror decides to revise or extend the Offer and the announcement does not specify the next closing date, at least 14 days’ notice by way of an announcement will be given before the Offer is closed to those Independent Shareholders who have not accepted the Offer.

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.

Note 3: Remittances in respect of the cash consideration (after deducting the seller’s ad valorem stamp duty in respect of acceptances of the Offer) payable for the Offer Shares tendered under the Offer will be despatched to the accepting Shareholder(s) by ordinary post at their own risk as soon as possible but in any event within seven (7) Business Days after the date of receipt by the Share Registrar of all the duly completed acceptance of the Offer and the relevant documents of title of the Offer Shares in respect of such acceptance to render the acceptance under the Offer complete and valid, in accordance with the Takeovers Code.

Note 4: 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 Offer, the latest time for acceptance of the Offer and the posting of remittances will remain at 4:00 p.m. on the same Business Day;
- (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 Offer, the latest time for acceptance of the Offer will be rescheduled to 4:00 p.m. on the following Business Day which does not have either of those warnings in force at any time between 9:00 a.m. and 4:00 p.m.

WARNING:

Independent Shareholders are encouraged to read the Composite Document and the Form of Acceptance carefully, including the letter from the Independent Board Committee and the letter from the Independent Financial Adviser before deciding whether or not to accept the Offer.

Shareholders and potential investors in the Company are reminded to monitor the announcements to be made by the Company or jointly by the Offeror and the Company in respect of the progress of the Offer and are advised to exercise caution when dealing in the Shares.

If Shareholders and potential investors are in any doubt about their position, they should consult their stockbroker, bank manager, solicitor or other professional advisers.

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
Master Success International Investment Limited

Lin Zheng
Sole Director

By order of the Board
Yield Go Holdings Ltd.

Man Hoi Yuen
Chairman and Executive Director

Hong Kong, 22 June 2022

As at the date of this joint announcement, the executive Directors are Mr. Man Hoi Yuen, Ms. Ng Yuen Chun and Mr. Ho Chi Hong and the independent non-executive Directors are Mr. Chan Ka Yu, Dr. Lo Ki Chiu and Mr. Leung Wai Lim.

The Directors jointly and severally accept full responsibility for the accuracy of information contained in this joint announcement (other than any information relating to the Offeror and parties acting in concert with it) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those opinions expressed by the sole director 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 sole director of the Offeror is Mr. Lin Zheng.

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