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## HONG KONG YUFENGCHANG CO., LIMITED

## SUN KONG HOLDINGS LIMITED 申港控股有限公司

(Incorporated in Hong Kong with limited liability)

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8631)

## JOINT ANNOUNCEMENT

## DELAY IN DESPATCH OF THE COMPOSITE DOCUMENT IN RELATION TO

MANDATORY UNCONDITIONAL CASH OFFER BY SHENWAN HONGYUAN CAPITAL (H.K.) LIMITED FOR AND ON BEHALF OF HONG KONG YUFENGCHANG CO., LIMITED TO ACQUIRE ALL THE ISSUED SHARES IN SUN KONG HOLDINGS LIMITED (OTHER THAN THOSE ALREADY OWNED AND/OR AGREED TO BE ACQUIRED BY HONG KONG YUFENGCHANG CO., LIMITED AND PARTIES ACTING IN CONCERT WITH IT)

Joint Financial Advisers to the Offeror



Shenwan Hongyuan Capital (H.K.) Limited



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



Alpha Financial Group Limited

Reference is made to the joint announcement dated 16 September 2024 issued by Hong Kong Yufengchang Co., Limited (the "Offeror") and Sun Kong Holdings Limited (the "Company") in relation to, among other things, the mandatory unconditional cash offer by Shenwan Hongyuan Capital (H.K.) Limited for and on behalf of the Offeror to acquire all the issued shares in the Company (other than those already owned and/or agreed to be acquired by the Offeror and parties acting in concert with it) (the "Announcement"). Unless otherwise defined, capitalised terms used in this joint announcement shall have the same meanings as those defined in the Announcement.

In accordance with Rule 8.2 of the Takeovers Code, the Composite Document containing, among other things: (i) details of the Offer (including the expected timetable and terms of the Offer); (ii) a letter of recommendation from the Independent Board Committee to the Independent Shareholders in respect of the Offer; and (iii) a letter of advice from the Independent Financial Adviser to the Independent Board Committee in respect of the Offer, together with the Form of Acceptance, is required to be despatched to the Shareholders within 21 days after the date of the Announcement (i.e. on or before Monday, 7 October 2024) or such later date as the Executive may approve.

As additional time is required to finalise certain information in relation to the above details to be included in the Composite Document, including, among other things, the statement of no material change to the financial or trading position or outlook of the Group as required under the Takeovers Code, an application has been made to the Executive for a waiver from strict compliance with the requirement under Rule 8.2 of the Takeovers Code to extend the deadline for the despatch of the Composite Document to a date falling on or before Friday, 18 October 2024, and the Executive is minded to grant its consent for such extension.

Further announcement(s) will be made by the Offeror and the Company when the Composite Document (accompanied by the Form of Acceptance) is despatched or in the event of any other changes to the expected timetable.

By order of the sole director of

Hong Kong Yufengchang Co., Limited

Wang Xinlong

Sole Director

By order of the Board

Sun Kong Holdings Limited

Law Ming Yik

Chairman and executive Director

Hong Kong, 7 October 2024

As at the date of this joint announcement, the executive Directors of the Company are Mr. Law Ming Yik (Chairman and executive Director) and Mr. Li Isaiah (Chief Executive Officer); and the independent non-executive Directors are Mr. Fenn David, Mr. Wong Ka Chun Matthew and Mr. Chan Ting Fung.

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, its ultimate beneficial owner and the parties acting in concert with each of them) 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 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, Mr. Wang Xinlong is the sole director of each of Hong Kong Yufengchang Co., Limited, being the Offeror, and Yufengchang International. As the sole director of the Offeror and Yufengchang International, Mr. Wang Xinlong accepts full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the Vendor, the Directors and the Group) and confirms, having made all reasonable enquiries, that to the best of his knowledge, opinions expressed in this joint announcement (other than those expressed by Mr. Law (in his capacity as the sole shareholder of the Vendor) and 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.