

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this joint announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this joint announcement.*

*This joint announcement appears for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities of the Company nor is it a solicitation of any vote or approval in any jurisdiction.*



**ROYAL CHINA INTERNATIONAL  
HOLDINGS LIMITED**

**皇中國際控股有限公司**

**STARCROSS GROUP LIMITED**

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

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

**(Stock Code: 1683)**

## **JOINT ANNOUNCEMENT**

### **REVISED EXPECTED TIMETABLE RELATING TO**

### **UNCONDITIONAL MANDATORY CASH GENERAL OFFER BY GUOTAI JUNAN SECURITIES (HONG KONG) LIMITED FOR AND ON BEHALF OF THE OFFEROR TO ACQUIRE ALL THE ISSUED SHARES (OTHER THAN THOSE ALREADY OWNED OR AGREED TO BE ACQUIRED BY STARCROSS GROUP LIMITED AND PARTIES ACTING IN CONCERT WITH IT)**

Reference is made to the announcement of Starcross Group Limited (the “**Offeror**”) dated 1 August 2018 and the announcement of the Company dated 2 August 2018 (together as the “**Announcements**”) in relation to, among others, the unconditional Offer made by Guotai Junan Securities (Hong Kong) Limited on behalf of the Offeror for all the Share(s) of the Company in issue, other than those Shares already owned or agreed to be acquired by the Offeror and parties acting in concert with it pursuant to Rule 26.1 of the Takeovers Code. Reference is also made to the offer document (the “**Offer Document**”) issued by the Offeror dated 27 August 2018 in relation to the Offer and the response document (the “**Response Document**”) issued by the Company dated 4 September 2018 in relation to the Offer. Unless the context requires otherwise, capitalised terms used herein shall bear the same meanings as defined in the Offer Document and the Response Document.

**REVISED EXPECTED TIMETABLE**

In view of that 24 September 2018 is the Mid-autumn Festival and in order to facilitate the logistics of the Offer including the acceptances thereof the Closing Date will be revised from 24 September 2018 to 26 September 2018. As such, the expected timetable in respect of the Offer as set out in the Offer Document will be revised as follows:

**All time and date references contained below shall refer to Hong Kong local time and dates.**

<b>Event</b>	<b>Time and Date</b>
Latest time and date for acceptance of the Offer on the Closing Date ( <i>Note 1, 2 &amp; 3</i> ) .....	not later than 4:00 p.m. on Wednesday, 26 September 2018
Announcement of the results of the Offer as at the Closing Date to be published on the website of the Stock Exchange and the Company ( <i>Note 2</i> ) .....	not later than 7:00 p.m. on Wednesday, 26 September 2018
Latest date for posting of remittances in respect of valid acceptances received under the Offer ( <i>Note 3 &amp; 4</i> ) .....	Monday, 8 October 2018

Notes:

1. The Offer, which is unconditional, is made on the date of posting of the Offer Document, and is capable of acceptance on and from that date until 4:00 p.m. on the Closing Date, unless the Offeror revises or extends the Offer in accordance with the Takeovers Code.
2. In accordance with the Takeovers Code, where the Response Document is posted after the date on which the Offer Document is posted, the Offer must initially be open for acceptance for at least 28 days following the date on which the Offer Document is posted. The latest time and date for acceptance of the Offer is 4:00 p.m. on Wednesday, 26 September 2018 unless the Offeror revises or extends the Offer in accordance with the Takeovers Code. An announcement will be issued on the website of the Stock Exchange and the Company by 7:00 p.m. on the Closing Date, stating whether the Offer has been extended, revised or expired. In the event that the Offeror decides to 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 in accordance with the Takeovers Code.

3. If there is a tropical cyclone warning signal number 8 or above or a “black” rainstorm warning signal in force on the Closing Date or the date for posting of remittances and it has (i) not been cancelled in time for trading on the Stock Exchange to resume in the afternoon, the time and date of the close of the Offer or the posting of remittances will be postponed to 4:00 p.m. on the next Business Day which does not have either of those warnings in force in Hong Kong or such other day as the Executive may approve; or (ii) been cancelled in time for trading on the Stock Exchange to resume in the afternoon, the time and date of the close of the Offer or the posting of remittances will remain at 4:00 p.m. on the same Business Day.
4. Remittances in respect of the cash consideration (after deducting the seller’s ad valorem stamp duty) payable for the Offer Shares tendered under the Offer will be despatched to the Shareholders accepting the Offer by ordinary post at their own risk as soon as possible, but in any event within seven (7) Business Days following the date of receipt of all relevant documents (receipt of which renders such acceptance complete and valid) in accordance with the Takeovers Code. Acceptances of the Offer shall be irrevocable and not capable of being withdrawn, except in the circumstances set out in the section headed “5. Right of withdrawal” in Appendix I to the Offer Document.

The expected timetable set out above is indicative only and may be subject to changes. Further announcement(s) will be made in the event of any changes to the timetable as and when appropriate.

By Order of the board of directors  
**Starcross Group Limited**  
**LEONG Hing Loong Rudoff**  
*Director*

By Order of the Board  
**Royal China International Holdings Limited**  
**DENG Kui**  
*Chairman*

Hong Kong, 4 September 2018

*As at the date of this announcement, the Board of Directors of the Company comprises, Mr. DENG Kui, Mr. LEONG Hing Loong Rudoff, Ms. CHEW Christina Mooi Chong and Mr. SHIH Steven Chun Ning as executive Directors; and Mr. LEE Frank King-ting, Mr. HO Hin Yip, Mr. CHAN Kwong Ming Johnny, Mr. LIU Gang, Mr. YU Haizong and Ms. AN Yiqing as independent non-executive Directors.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information (other than that relating to the Offeror and parties acting in concert with it) contained in this joint announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed (other than opinion expressed by the directors of the Offeror) in this joint announcement 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. LEONG Hing Loong Rudoff and Ms. CHEW Christina Mooi Chong are the directors of the Offeror.*

*The directors of the Offeror accept full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the Group), and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than opinions expressed 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.*