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Rui Er Holdings Company Limited
(Incorporated in the British Virgin Islands with limited liability)

Summi (Group) Holdings Limited
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 00756)

JOINT ANNOUNCEMENT

**(1) COMPLETION OF ACQUISITION OF SALE SHARES BY THE OFFEROR
UNDER THE SHARE PURCHASE AGREEMENT
AND**

**(2) CONDITIONAL MANDATORY CASH OFFERS BY
GUOTAI JUNAN SECURITIES (HONG KONG) LIMITED
FOR AND ON BEHALF OF THE OFFEROR TO
ACQUIRE ALL THE ISSUED SHARES IN
SUMMI (GROUP) HOLDINGS LIMITED
(OTHER THAN THOSE ALREADY OWNED BY OR
AGREED TO BE ACQUIRED BY THE OFFEROR AND
PARTIES ACTING IN CONCERT WITH IT) AND
TO CANCEL ALL THE OUTSTANDING SHARE OPTIONS**

Financial adviser to the Offeror



Guotai Junan Capital Limited

Offer agent to the Offeror



Guotai Junan Securities (Hong Kong) Limited

Reference is made to the joint announcement issued by Summi (Group) (Holdings) Limited (the “**Company**”) and Rui Er Holdings Company Limited (the “**Offeror**”) dated 10 October 2018 in relation to the Share Purchase Agreement (the “**Joint Announcement**”). Unless the context otherwise required, terms used in this announcement shall have the same meanings as those defined in the Joint Announcement.

COMPLETION OF THE SHARE PURCHASE AGREEMENT

The Board has been informed by the Vendor and the Offeror that as all the Conditions to the Share Purchase Agreement were fulfilled or waived in accordance with the terms of the Share Purchase Agreement, the Share Purchase Completion took place on 15 October 2018 in accordance with the terms of the Share Purchase Agreement.

Following the Share Purchase Completion and as at the date of this announcement, the Offeror and parties acting in concert with it own 602,980,145 Shares, representing approximately 44.74% of the entire issued share capital of the Company. The total consideration for the Sale Shares pursuant to the Share Purchase Agreement is HK\$120,596,029, which is equivalent to HK\$0.2 per Sale Share. In accordance with Rule 26.1 of the Takeovers Code, the Offeror will make the Offers in accordance with the terms as announced jointly by the Offeror and the Company in the Joint Announcement.

DESPATCH OF THE COMPOSITE OFFER DOCUMENT

The Composite Document to be issued jointly by the Offeror and the Company setting out, amongst other things, detailed terms of the Offers, a letter of recommendation from the Independent Board Committee and a letter of advice from an independent financial adviser to be appointed to advise the Independent Board Committee, the Offer Shareholders and the Optionholders in respect of the Offers, together with forms of acceptance and transfer, will be sent to the Shareholders and the Optionholders on or before 31 October 2018 in accordance with the Takeovers Code.

Shareholders and potential investors are strongly recommended to read this announcement together with the Joint Announcement.

By order of the board of directors of
Rui Er Holdings Company Limited
Wu Shaohao
Director

By order of the Board of
Summi (Group) Holdings Limited
Sin Ke
Chairman

Hong Kong, 15 October 2018

As at the date of this joint announcement, the Board comprises: Mr. SIN Ke and Mr. SAN Kwan as executive Directors; Mr. TSANG Sze Wai Claudius as non-executive Director; and Mr. ZENG Jianzhong, Mr. ZHUANG Weidong and Mr. ZHUANG Xueyuan as independent non-executive Directors.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than information relating to the Offeror and parties acting in concert with it) and confirm, having made all reasonable inquiries, 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 in this joint announcement misleading.

As at the date of this joint announcement, Mr. Wu Shaohao is the sole director of the Offeror.

The sole director of the Offeror accept full responsibility for the accuracy of the information contained in this joint announcement (other than information 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 expressed by the Group 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.

In the case of inconsistency, the English text of this joint announcement shall prevail over the Chinese text.