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**HK GUOXIN INVESTMENT GROUP LIMITED**

*(Incorporated in Hong Kong with limited liability)*

**WINFOONG INTERNATIONAL LIMITED**

**榮豐國際有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 63)**

**JOINT ANNOUNCEMENT  
DESPATCH OF THE COMPOSITE DOCUMENT RELATING TO  
THE UNCONDITIONAL MANDATORY CASH OFFERS BY  
GET NICE SECURITIES LIMITED  
FOR AND ON BEHALF OF THE OFFEROR  
TO ACQUIRE ALL THE ISSUED SHARES  
(OTHER THAN THOSE ALREADY OWNED BY THE OFFEROR AND  
PARTIES ACTING IN CONCERT WITH IT) AND  
TO CANCEL ALL THE OUTSTANDING OPTIONS OF  
WINFOONG INTERNATIONAL LIMITED**

**Joint Financial Advisers to the Offeror**



**結好證券有限公司**  
**GET NICE SECURITIES LIMITED**

**VEDA | CAPITAL**  
**智略資本**

References are made to the joint announcement dated 6 October 2015, the joint announcement on delay in despatch of the composite document dated 27 October 2015 and the composite document dated 6 November 2015 (the “**Composite Document**”) jointly issued by HK Guoxin Investment Group Limited (the “**Offeror**”) and Winfoong International Limited (the “**Company**”) in relation to, among other things, the unconditional mandatory cash offers by Get Nice Securities for and on behalf of the Offeror to acquire all the issued shares of the Company (other than those already owned by the Offeror and parties acting in concert with it) and to cancel all the outstanding options of the Company. Capitalized terms used herein have the same meanings as those defined in the Composite Document unless the context otherwise requires.

## DESPATCH OF THE COMPOSITE DOCUMENT

The Composite Document (accompanied by the Forms of Acceptance) in connection with the Offers setting out, inter alia, details of the Offers (including the expected timetable), information of the Group and incorporating the letter from Get Nice Securities in respect of the Offers, the letter from the Board, the letter from the Independent Board Committee containing its recommendation and advice to the Independent Securities Holders on the Offers and the letter from the Independent Financial Adviser containing its advice to the Independent Board Committee and the Independent Securities Holders on the Offers, has been despatched to the Independent Securities Holders on 6 November 2015 in accordance with the Takeovers Code.

The Offers will be open for acceptance on and from Friday, 6 November 2015 and the latest time and date for acceptance of the Offers is by 4:00 p.m. on Friday, 27 November 2015 (unless revised or extended by the Offeror in accordance with the Takeovers Code).

## EXPECTED TIMETABLE

The expected timetable set out below is indicative and may be subject to change. Any changes to the timetable will be jointly announced by the Offeror and the Company. All the time and date references below refer to Hong Kong time and dates.

Despatch date of the Composite Document and the accompanying Form(s) of Acceptance and the commencement of the Offers ( <i>Note 1</i> )	Friday, 6 November 2015
Latest time and date for acceptance of the Offers ( <i>Notes 2 and 3</i> )	by 4:00 p.m. on Friday, 27 November 2015
Closing Date of the Offers	Friday, 27 November 2015
Announcement of the results of the Offers to be posted on the Stock Exchange's website	by 7:00 p.m. on Friday, 27 November 2015
Latest date for posting of remittances for the amounts due in respect of valid acceptances received under the Offers ( <i>Note 4</i> )	Tuesday, 8 December 2015

### Notes:

1. The Offers, which are unconditional, are made on the date of the posting of the Composite Document, and are capable of acceptance on and from that date until the Closing Date.
2. The latest time and date for acceptance will be by 4:00 p.m. on Friday, 27 November 2015 unless the Offeror revises or extends the Offers in accordance with the Takeovers Code. The Offeror and the Company will jointly issue an announcement through the website of the Stock Exchange no later than 7:00 p.m. on Friday, 27 November 2015 stating

whether the Offers have been extended, revised or have closed for acceptance. In the event that the Offeror decides to extend the Offers, at least 14 days' notice by the way of an announcement will be given before the Offers are closed to those Independent Securities Holders who have not accepted the Offers.

3. Acceptance of the Offers shall be irrevocable and is not capable of being withdrawn, except in the circumstances as set out in the section headed "4. RIGHT OF WITHDRAWAL" in Appendix I to the Composite Document.
4. Remittances in respect of the cash consideration (after deducting the seller's ad valorem stamp duty in respect of acceptances of the Offers) payable for the Offer Share(s) or the Offer Option(s) tendered under the Offers will be posted to the accepting Independent Securities Holders by ordinary post at their own risk as soon as possible, but in any event within seven (7) Business Days of the date of receipt by the Registrar (as regards the Share Offer) or the company secretary of the Company (as regards the Option Offer) of all the relevant documents to render the acceptance under the Offers complete and valid.

## WARNING

**Independent Securities Holders are advised to read the Composite Document and the Form(s) of Acceptance carefully, in particular the letter from the Independent Board Committee which sets out its recommendation and advice to the Independent Securities Holders on the Offers and the letter from the Independent Financial Adviser which sets out its advice to the Independent Board Committee on the Offers, before deciding whether or not to accept the Offers.**

**Independent Securities Holders and/or potential investors of the Company are advised to exercise caution when dealing in the securities of the Company. The Offeror and the Company remind their respective associates of the dealing restrictions under the Takeovers Code to disclose their permitted dealings, if any, in any securities of the Company.**

**HK Guoxin Investment Group Limited**

**Li Feng Mao**

*Sole Director*

By order of the Board

**Winfoong International Limited**

**Cheong Pin Chuan, Patrick**

*Joint Chairman and Joint Managing Director*

Hong Kong, 6 November 2015

*As at the date of this joint announcement, the Board comprises (i) three executive Directors, namely Messrs. Cheong Pin Chuan, Patrick and Cheong Sim Eng and Ms. Cheong Hooi Kheng; and (ii) three independent non-executive Directors, namely Messrs. Chan Yee Hoi, Robert, Kwik Sam Aik and Leung Wing Ning.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the Offeror, its ultimate beneficial owner and parties acting in concert with any one of them), and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than the opinion expressed by the Offeror, its ultimate beneficial owner and parties acting in concert with any one of them) 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 contained in this joint announcement misleading.*

*As at the date of this joint announcement, Mr. Li Feng Mao is the sole director of the Offeror.*

*The sole director of the Offeror accepts full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the Group, the Vendors and parties acting in concert with any one of them), and confirms, having made all reasonable enquires, that to the best of his knowledge, opinions expressed in this joint announcement (other than the opinion expressed by the Group, the Vendors and parties acting in concert with any one of them) 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 contained in this joint announcement misleading.*

*The English text of this joint announcement shall prevail over its Chinese text.*

*\* for identification purposes only*