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FAIRY KING PRAWN HOLDINGS LIMITED

SIH LIMITED

(Incorporated in the BVI with limited liability) (Incorporated in the BVI with limited liability)

JOINT ANNOUNCEMENT

UNCONDITIONAL VOLUNTARY CASH OFFER FOR ALL THE ISSUED SHARES IN SIH LIMITED (OTHER THAN THOSE ALREADY OWNED OR AGREED TO BE ACQUIRED BY FAIRY KING PRAWN HOLDINGS LIMITED AND PARTIES ACTING IN CONCERT WITH IT) BY



FOR AND ON BEHALF OF FAIRY KING PRAWN HOLDINGS LIMITED

DESPATCH OF THE PRIVATECO COMPOSITE DOCUMENT

Financial adviser to Fairy King Prawn Holdings Limited



The Privateco Composite Document together with the Form of Acceptance and Transfer will be despatched to the Independent Privateco Shareholders on Monday, 30 June 2014. The Privateco Offer will be open for acceptance on and from Monday, 30 June 2014 and the latest time and date for acceptance of the Privateco Offer is 4:00 p.m. on Monday, 21 July 2014 (unless revised or extended in accordance with the Takeovers Code). An expected timetable is set out below in this joint announcement.

Independent Privateco Shareholders are strongly advised to read the Privateco Composite Document carefully, including the advice from Fulbright Capital, before deciding whether or not to accept the Privateco Offer.

References are made to (i) the joint announcement issued by Achieve Prosper Capital Limited, Fairy King Prawn and the Listco dated 21 March 2014; (ii) the circular issued by the Listco dated 24 May 2014; and (iii) the composite offer and response document to be jointly issued by the Privateco and Fairy King Prawn dated 30 June 2014 (the “Privateco Composite Document”).

Unless the content requires otherwise, capitalised terms used in this joint announcement shall have the same meanings as defined in the Privateco Composite Document.

DESPATCH OF THE PRIVATECO COMPOSITE DOCUMENT

The Privateco Composite Document containing, among other things, (i) the expected timetable in respect of the Privateco Offer; (ii) a letter from the Privateco Board; (iii) a letter from GF Securities; and (iv) a letter of advice from Fulbright Capital, the independent financial adviser to the Independent Privateco Shareholders in respect of the Privateco Offer, together with the Form of Acceptance and Transfer, will be despatched to the Independent Privateco Shareholders on Monday, 30 June 2014 in accordance with the Takeovers Code.

Independent Privateco Shareholders are strongly advised to read the Privateco Composite Document carefully, including the advice from Fulbright Capital, before deciding whether or not to accept the Privateco Offer.

The Privateco Offer will be open for acceptance on and from Monday, 30 June 2014 and the latest time and date for acceptance of the Privateco Offer is 4:00 p.m. on Monday, 21 July 2014 (unless revised or extended in accordance with the Takeovers Code).

EXPECTED TIMETABLE

An expected timetable of the Privateco Offer is set out below:

2014

Privateco Offer opens for acceptance Monday, 30 June

Latest time and date for acceptance of the Privateco Offer 4:00 p.m. on Monday, 21 July

Closing Date of the Privateco Offer, if not revised or extended (*Note 1*) Monday, 21 July

Announcement of the results of the Privateco Offer or as to whether the Privateco Offer has been revised or extended posted on the Stock Exchange’s website under the Listco and the SFC’s website (*Note 1*) By 7:00 p.m. on Monday, 21 July

Announcement of the results of the Privateco Offer published in The Standard and Hong Kong Economic Journal Tuesday, 22 July

Latest date for posting of remittances for the amounts due in respect of valid acceptances received under the Privateco Offer (*Note 2*) Wednesday, 30 July

Despatch date of the Privateco Share certificates for the Privateco Shareholders who do not accept the Privateco Offer no later than Wednesday, 30 July

Notes:

- (1) The Privateco Offer, which is unconditional, will close on Monday, 21 July 2014 unless Fairy King Prawn revises or extends the Privateco Offer in accordance with the Takeovers Code. An announcement will be issued through the Stock Exchange’s website under the Listco and the SFC’s website by 7:00 p.m. on Monday, 21 July 2014 stating whether or not the Privateco Offer has closed, been revised or extended, and (if and to the extent revised or extended) the next closing date or that the Privateco Offer will remain open until further notice. If Fairy King Prawn decides that the Privateco Offer will remain open until further notice, at least 14 days’ notice in writing will be given before the Privateco Offer is closed to those Independent Privateco Shareholders who have not accepted the Privateco Offer.
- (2) Acceptance of the Privateco Offer shall be irrevocable and shall not be withdrawn, except in the circumstances set out in Rule 19.2 of the Takeovers Code. Remittances in respect of the cash consideration payable for the Privateco Shares tendered under the Privateco Offer will be posted to the accepting Privateco Shareholder(s) by ordinary mail at his/her/its own risks as soon as possible but in any event within 7 Business Days of the date of receipt by the Transfer Agent of the duly completed Form of Acceptance and Transfer.
- (3) If there is a tropical cyclone warning signal number 8 above, or a “black” rainstorm warning in force in Hong Kong:
 - (a) 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 Privateco Offer and the latest date for posting of remittances for the amounts due under the Privateco Offer in respect of valid acceptances, the latest time for acceptance of the Privateco Offer and the posting of remittances will remain at 4:00 p.m. on the same Business Day.
 - (b) at any local time between 12:00 noon and 4:00 p.m. on the latest date for acceptance of the Privateco Offer and the latest date for posting of remittances for the amounts due under the Privateco Offer in respect of valid acceptances, the latest time for acceptance of the Privateco Offer and the posting of remittances 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.

All time and date references contained in this joint announcement refer to Hong Kong time and date.

By Order of the Board
Fairy King Prawn Holdings Limited
LAU Sak Hong, Philip
Director

By Order of the Board
SIH Limited
LAU Sak Hong, Philip
Director

Hong Kong, 27 June 2014

As at the date of this joint announcement, the board of directors of Fairy King Prawn comprises three directors, namely Mr. Lau Sak Hong, Philip, Mr. Lau Yat Sun, Kevin and Ms. Lau Jun Jun.

The directors of Fairy King Prawn jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement relating to Fairy King Prawn, its associates and parties acting in concert with it and the Privateco Offer and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed 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, the Privateco Board comprises three Privateco Directors, namely Mr. Lau Sak Hong, Philip, Mr. Lau Sak Kai, Anthony and Mr. Lau Sak Yuk, Andy.

The Privateco Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than information relating to the Privateco Offer and Fairy King Prawn, its associates, 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 opinions expressed by Fairy King Prawn) 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.

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