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## **ANXIAN YUAN CHINA HOLDINGS LIMITED**

**安賢園中國控股有限公司\***

*(incorporated in Bermuda with limited liability)*

**(Stock Code: 0922)**

- (I) DESPATCH OF CIRCULAR IN RELATION TO  
PROPOSED RIGHTS ISSUE  
ON THE BASIS OF THREE (3) RIGHTS SHARES FOR  
EVERY TWO (2) SHARES HELD ON THE RECORD DATE; AND  
APPLICATION FOR WHITEWASH WAIVER;**
- (II) REVISED EXPECTED TIMETABLE IN RELATION  
TO THE RIGHTS ISSUE;**
- AND**
- (III) CHANGE OF BOOK CLOSURE PERIODS  
AND THE RECORD DATE**

**Financial Adviser to the Company**



Reference is made to the announcement of Anxian Yuan China Holdings Limited (the “**Company**”) dated 25 March 2020 and 14 April 2020 in relation to (A) Proposed rights issue on the basis of three (3) rights shares for every two (2) shares held on the record date; (B) Application for whitewash waiver; and (C) Resumption of trading (the “**Announcements**”). Capitalised terms used herein shall have the same meanings as those defined in the Announcements unless defined otherwise herein.

## DESPATCH OF CIRCULAR

The Board is pleased to announce that the Circular containing, among other things, (i) further information on the Rights Issue and the Whitewash Waiver; (ii) a letter of recommendation from the Rights Issue Independent Board Committee in respect of the Rights Issue; (iii) a letter of recommendation from the Takeovers Code Independent Board committee in respect of the Rights Issue and Whitewash Waiver; (iv) a letter of advice from the Independent Financial Adviser in relation to the Rights Issue and the Whitewash Waiver; (v) other information required pursuant to the Listing Rules and the Takeovers Code in relation to the Rights Issue and the Whitewash Waiver; and (vi) a notice of the SGM, together with a form of proxy for use at the SGM, were despatched to the Shareholders on 29 April 2020.

## REVISED EXPECTED TIMETABLE IN RELATION TO THE RIGHTS ISSUE

The expected timetable for the Rights Issue, as revised, is set out below:

**All time and date references contained in this circular shall refer to Hong Kong local time and dates.**

<b>Events</b>	<b>Time and Date</b>
Latest time for lodging Shares transfer documents to qualify for attendance and voting at SGM. . . . .	4:30 p.m. on Thursday, 21 May 2020
Closure of register of members of the Company for attending the SGM (both days inclusive) . . . . .	Friday, 22 May 2020 to Thursday, 28 May 2020
Latest date and time for lodging forms of proxy for the purpose of the SGM. . . . .	11:00 a.m. on Tuesday, 26 May 2020
<b>Date and time of the SGM . . . . .</b>	<b>11:00 a.m. on Thursday, 28 May 2020</b>
Announcement of poll results of SGM . . . . .	Thursday, 28 May 2020
Last day of dealings in Shares on a cum-rights basis . . . . .	Monday, 15 June 2020
First day of dealings in Shares on an ex-rights basis. . . . .	Tuesday, 16 June 2020
Latest time for the Shareholders to lodge Shares transfer documents in order to qualify for the Rights Issue . . . . .	4:30 p.m. on Wednesday, 17 June 2020
Closure of register of members of the Company for the Rights Issue (both days inclusive) . . . . .	Thursday, 18 June 2020 to Wednesday, 24 June 2020
Record Date for determining entitlements to the Rights Issue. . . . .	Wednesday, 24 June 2020

<b>Events</b>	<b>Time and Date</b>
Register of members of the Company re-opens . . . . .	Friday, 26 June 2020
Despatch of Prospectus Documents. . . . .	Friday, 26 June 2020
First day of dealings in nil-paid Rights Shares . . . . .	9:00 a.m. on Tuesday, 30 June 2020
Latest time for splitting nil-paid Rights Shares . . . . .	4:30 p.m. on Friday, 3 July 2020
Last day of dealings in nil-paid Rights Shares . . . . .	4:00 p.m. on Wednesday, 8 July 2020
<b>Latest time for acceptance of, and payment for, the Rights Shares . . . . .</b>	<b>4:00 p.m. on Monday, 13 July 2020</b>
Announcement of results of the Rights Issue . . . . .	Monday, 27 July 2020
Despatch of refund cheques in relation to wholly or partially unsuccessful applications for excess Rights Shares . . . . .	Tuesday, 28 July 2020
Despatch of share certificates for fully paid Rights Shares . . . . .	Tuesday, 28 July 2020
Commencement of dealings in fully-paid Rights Shares . . . . .	9:00 a.m. on Wednesday, 29 July 2020
Designated broker starts to stand in the market to provide matching service for odd lots of Shares . . . . .	Wednesday, 29 July 2020
Designated broker ceases to stand in the market to provide matching service for odd lots of Shares . . . . .	Wednesday, 19 August 2020

**CHANGE OF BOOK CLOSURE PERIODS AND THE RECORD DATE**

The Shareholders and the public should note that the book closure periods and the Record Date as stated in the Announcements have been changed as follows:

- (i) the register of members of the Company will be closed from Friday, 22 May 2020 to Thursday, 28 May 2020, both dates inclusive, for determining the identity of the Shareholders entitled to attend and vote at the SGM; and
- (ii) the Record Date to determine entitlements to the Rights Issue is now changed to Wednesday, 24 June 2020 and the register of members of the Company will be closed from Thursday, 18 June 2020 to Wednesday, 24 June 2020 (both days inclusive) for determining the entitlements to the Rights Issue.

No transfer of Shares will be registered during these periods.

All times and dates in this announcement refer to Hong Kong local times and dates. Dates or deadlines specified in the expected timetable above are indicative only and may be extended or varied by the Company. Any changes to the expected timetable for the Rights Issue will be announced as and when appropriate.

## **WARNING OF THE RISKS OF DEALING IN THE SHARES AND/OR RIGHTS SHARES IN NIL-PAID FORM**

**The Rights Issue is subject to the fulfilment of conditions including, among other things, the Stock Exchange granting the listing of, and permission to deal in, the Rights Shares in their nil-paid and fully-paid forms and the Executive granting the Whitewash Waiver to Mr. H Shi. Please refer to the paragraph headed “Conditions of the Rights Issue” under the section headed “Proposed Rights Issue” in the Circular. Shareholders and potential investors of the Company should note that if the conditions to the Rights Issue are not satisfied, the Rights Issue will not proceed.**

**The Rights Issue will proceed on a non-underwritten basis irrespective of the level of acceptances of the provisionally allotted Rights Shares. In the event the Rights Issue is not fully subscribed, any Rights Shares not taken up by the Qualifying Shareholders or transferees of nil-paid Rights Shares will not be issued by the Company and the size of the Rights Issue will be reduced accordingly. Investors are advised to exercise caution when dealing in the Shares.**

**Any dealings in the Shares up to the date on which all conditions of the Rights Issue are fulfilled, and any Shareholders dealing in the Rights Shares in nil-paid form will accordingly bear the risk that the Rights Issue may not become unconditional or may not proceed. Any Shareholders or other persons contemplating any dealings in the Shares or Rights Shares in their nil-paid form are recommended to consult their professional advisers.**

By Order of the Board  
**ANXIAN YUAN CHINA HOLDINGS LIMITED**  
**SHI HUA**  
*Chairman*

Hong Kong, 29 April 2020

*As at the date of this announcement, the Board comprises three executive directors, namely Mr. Shi Hua, Mr. Shi Jun and Mr. Law Fei Shing; one non-executive director, namely Mr. Wang Hongjie; and three independent non-executive directors, namely Mr. Chan Koon Yung, Mr. Lum Pak Sum and Mr. Yao Hong.*

*\* For identification purposes only*