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**GRAND SUNNY LIMITED**

**廣朗有限公司**

*(Incorporated in Hong Kong with limited liability)*

**GOLDLION HOLDINGS LIMITED**

**金利來集團有限公司**

*(Incorporated in Hong Kong under the Hong Kong Companies Ordinance)*

**(Stock Code: 00533)**

## **JOINT ANNOUNCEMENT**

### **MONTHLY UPDATE ON**

#### **(1) PROPOSAL FOR THE PRIVATIZATION OF GOLDLION HOLDINGS LIMITED**

#### **BY THE OFFEROR BY WAY OF A SCHEME OF ARRANGEMENT UNDER SECTION 673 OF THE COMPANIES ORDINANCE**

#### **AND**

#### **(2) PROPOSED WITHDRAWAL OF LISTING OF THE SHARES OF GOLDLION HOLDINGS LIMITED**

**Financial Adviser to the Offeror**



**GF Capital (Hong Kong) Limited**

**Financial Adviser to the Company**



**SOMERLEY CAPITAL LIMITED**

Reference is made to (i) the announcement jointly issued by Grand Sunny Limited (the “**Offeror**”) and Goldlion Holdings Limited (the “**Company**”) dated 17 December 2024 (the “**Joint Announcement**”) in relation to, among other things, the proposal for the privatization of the Company by the Offeror by way of a scheme of arrangement under section 673 of the Companies Ordinance and the proposed withdrawal of listing of the Shares; (ii) the announcement jointly issued by the Offeror and the Company dated 7 January 2025 (the “**Delay Announcement**”) in relation to the delay in despatch of the Scheme Document; and (iii) the announcement issued by the Company dated 27 January 2025 in relation to the appointment of Altus Capital Limited as the Independent Financial Adviser to advise the Independent Board Committee in connection with the Proposal and the Scheme. Capitalised terms used herein shall have the same meanings as defined in the Joint Announcement unless otherwise defined herein.

As stated in the Delay Announcement, as additional time is required to prepare the information to be included in the Scheme Document (including the information relating to the Company’s annual results for the year ended 31 December 2024, which are expected to be published on or before 31 March 2025) and fix the date of the Directions Hearing, an application for consent was made with the Executive to extend the date of despatch of the Scheme Document to a date on or before 3 April 2025. Such consent was granted by the Executive on 13 January 2025.

The Board and the sole director of the Offeror would like to update the Shareholders and potential investors of the Company that further to the Delay Announcement, the Company and the Offeror are still in the course of preparing the information to be included in the Scheme Document and fixing the date of the Directions Hearing with the High Court. A detailed timetable for the implementation of the Proposal and the Scheme will be set out in the Scheme Document and in the joint announcement to be issued by the Company and the Offeror upon despatch of the Scheme Document.

As stated in the Joint Announcement, the implementation of the Proposal is, and the Scheme will become effective, subject to the fulfilment or waiver (as applicable) of, among other Conditions, the approval of the Scheme at the Court Meeting. As at the date of this joint announcement, none of the Conditions has been fulfilled or waived (as applicable).

Further announcement(s) will be made by the Offeror and/or the Company to inform the Shareholders and potential investors of any material developments relating to the Scheme and the Proposal and the despatch of the Scheme Document as and when appropriate in accordance with the Listing Rules and the Takeovers Code (as the case may be).

**WARNING: Shareholders and potential investors should be aware that the implementation of the Proposal and the Scheme are subject to the Conditions being fulfilled or waived, as applicable, and thus the Proposal may or may not be implemented and the Scheme may or may not become effective. Shareholders and potential investors should therefore exercise caution when dealing in the securities of the Company. Persons who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional advisers.**

By order of the board of directors of  
**Grand Sunny Limited**  
**Tsang Chi Ming, Ricky**  
*Director*

By order of the Board  
**Goldlion Holdings Limited**  
**Kam Yiu Kwok**  
*Company Secretary*

Hong Kong, 7 February 2025

*As at the date of this joint announcement, the Board comprises Mr. Tsang Chi Ming, Ricky (Chairman and Chief Executive Officer) as an executive Director; Mr. Ng Ming Wah, Charles as a non-executive Director; and Mr. Li Ka Fai, David, Ms. Lo Wing Sze and Mr. Chan Kwong Ming, Johnny 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 the information relating to the Offeror and the Offeror Concert Parties) and confirm, having made all reasonable inquiries, that, to the best of their knowledge, opinions expressed in this joint announcement (other than the opinions expressed by the sole director of the Offeror in his capacity as such) 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 sole director of the Offeror is Mr. Tsang Chi Ming, Ricky.*

*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) and confirms, having made all reasonable inquiries, that to the best of his knowledge, opinions expressed in this joint announcement (other than those expressed by the Directors in their capacity as 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.*