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**UNITECH ENTERPRISES  
GROUP LIMITED**

**卓科企業集團有限公司**  
*(Incorporated in the British Virgin  
Islands with limited liability)*



**FORD GLORY GROUP HOLDINGS LIMITED**  
**福源集團控股有限公司\***  
*(Incorporated in Bermuda with limited liability)*  
**(Stock Code: 1682)**

**JOINT ANNOUNCEMENT**

**CLOSE OF  
UNCONDITIONAL MANDATORY CASH OFFER  
BY**



**KINGSTON SECURITIES LTD.**

**ON BEHALF OF  
UNITECH ENTERPRISES GROUP LIMITED TO ACQUIRE  
ALL THE ISSUED SHARES IN  
FORD GLORY GROUP HOLDINGS LIMITED\*  
(OTHER THAN THOSE ALREADY OWNED OR  
AGREED TO BE ACQUIRED BY UNITECH ENTERPRISES GROUP LIMITED  
AND PARTIES ACTING IN CONCERT WITH IT)**

**Financial adviser to  
Unitech Enterprises Group Limited**



**KINGSTON CORPORATE FINANCE LTD.**

**Financial adviser to  
Ford Glory Group Holdings Limited\***

**CROSBY**

**Crosby Securities Limited**

\* *With effect from 4 August 2014, the English name of the Company has been changed from "Ford Glory Group Holdings Limited" to "Highlight China IoT International Limited" and the Chinese name of "高銳中國物聯網國際有限公司" has been adopted as the secondary name to replace "福源集團控股有限公司" which was used for identification purposes only. The Company is in the process of applying for the registration of the Company's new English name of "Highlight China IoT International Limited and Chinese name of 高銳中國物聯網國際有限公司" in Hong Kong under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) and a further announcement will be made by the Company in due course in relation to, amongst other things, the Company's change of name and stock short name.*

## **CLOSE OF THE SHARE OFFER AND LEVEL OF ACCEPTANCES**

The Offeror and the Company jointly announce that the Share Offer was closed at 4:00 p.m. on Friday, 15 August 2014, and was not revised or extended by the Offeror.

As at 4:00 p.m. on Friday, 15 August 2014, being the latest time and date for acceptance of the Share Offer as set out in the Composite Document, valid acceptances under the Share Offer had been received by the Offeror in respect of a total of 2,326,500 Shares, representing approximately 0.45% of the entire issued share capital of the Company as at the date of this joint announcement.

Taking into account (i) the 320,000,000 Shares beneficially held by the Offeror upon Share Sale Completion (representing approximately 61.56% of the entire issued share capital of the Company as at the date of this joint announcement); and (ii) the valid acceptances in respect of a total of 2,326,500 Shares under the Share Offer (representing approximately 0.45% of the entire issued share capital of the Company as at the date of this joint announcement), the Offeror and parties acting in concert with it are interested in 322,326,500 Shares in aggregate, representing approximately 62.01% of the entire issued share capital of the Company and of the voting rights which may be exercised at general meetings of the Company as at the date of this joint announcement.

## **SHAREHOLDING AND PUBLIC FLOAT OF THE COMPANY**

Upon the close of the Share Offer, 179,139,980 Shares, representing approximately 34.46% of the entire issued share capital of the Company, are held by the public. Accordingly, as at the date of this joint announcement, the minimum public float requirement of 25% under Rule 8.08(1)(a) of the Listing Rules is satisfied.

Reference is made to the composite offer and response document (the “**Composite Document**”) jointly issued by the Offeror and Ford Glory Group Holdings Limited\* (the “**Company**”) dated 25 July 2014 in relation to, among other things, the Share Offer. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Composite Document.

## **CLOSE OF THE SHARE OFFER AND LEVEL OF ACCEPTANCES**

The Offeror and the Company jointly announce that the Share Offer was closed at 4:00 p.m. on Friday, 15 August 2014, and was not revised or extended by the Offeror.

As at 4:00 p.m. on Friday, 15 August 2014, being the latest time and date for acceptance of the Share Offer as set out in the Composite Document, valid acceptances under the Share Offer had been received by the Offeror in respect of a total of 2,326,500 Shares, representing approximately 0.45% of the entire issued share capital of the Company as at the date of this joint announcement.

Remittances in respect of the cash consideration (after deduction of seller's ad valorem stamp duty) payable for the Offer Shares tendered under the Share Offer have been despatched, or will be despatched (as the case may be) to the accepting Shareholder(s) by ordinary post at their own risk as soon as possible but in any event within 7 Business Days after the date of receipt of a duly completed acceptance in accordance with the Takeovers Code.

## SHAREHOLDING AND PUBLIC FLOAT OF THE COMPANY

Immediately before the commencement of the Offer Period, the Offeror and parties acting in concert with it did not hold, control or direct any Shares and rights over the Shares. Taking into account (i) the 320,000,000 Shares beneficially held by the Offeror upon Share Sale Completion (representing approximately 61.56% of the entire issued share capital of the Company as at the date of this joint announcement); and (ii) the valid acceptances in respect of a total of 2,326,500 Shares under the Share Offer (representing approximately 0.45% of the entire issued share capital of the Company as at the date of this joint announcement), the Offeror and parties acting in concert with it are interested in 322,326,500 Shares in aggregate, representing approximately 62.01% of the entire issued share capital of the Company and of the voting rights which may be exercised at general meetings of the Company as at the date of this joint announcement.

Save for (i) the acquisition of 320,000,000 Shares by the Offeror pursuant to the Share Sale Agreement; and (ii) the valid acceptances in respect of a total of 2,326,500 Shares under the Share Offer, the Offeror and parties acting in concert with it did not acquire or agree to acquire any Shares or any rights over the Shares during the Offer Period.

Set out below is the shareholding structure of the Company (i) immediately after Share Sale Completion and before the making of the Share Offer; and (ii) immediately after the close of the Share Offer:

|  | Immediately after<br>Share Sale Completion<br>and before the making<br>of the Share Offer |  | Immediately<br>after the close<br>of the Share Offer |  |
|--|---|--|--|--|
|  | <i>Number<br/>of Shares</i>   | <i>Approximate<br/>percentage of<br/>shareholding<br/>in the issued<br/>share capital<br/>of the Company</i> | <i>Number<br/>of Shares</i>                          | <i>Approximate<br/>percentage of<br/>shareholding<br/>in the issued<br/>share capital<br/>of the Company</i> |
| <b>The Offeror and parties acting<br/>in concert with it</b> | 320,000,000   | 61.56%   | 322,326,500  | 62.01%   |
| <b>Mr. Chen Tien Tui</b> (Note 1)                            | 3,821,080   | 0.74%  | 3,821,080  | 0.74%  |
| <b>Mr. Li Ming Hung</b> (Note 1)                             | 3,789,440   | 0.73%  | 3,789,440  | 0.73%  |
| <b>Mr. Lau Kwok Wa, Stanley</b> (Note 2)                     | 5,350,000   | 1.03%  | 5,350,000  | 1.03%  |
| <b>Mr. Ng Tze On</b> (Note 2)                                | 5,350,000   | 1.03%  | 5,350,000  | 1.03%  |
| <b>Public Shareholders</b>                                   | 181,466,480   | 34.91%   | 179,139,980  | 34.46%   |
| <b>TOTAL</b>   | <u>519,777,000</u>  | <u>100.00%</u>   | <u>519,777,000</u>                                   | <u>100.00%</u>   |

*Notes:*

1. Each of Mr. Chen Tien Tui and Mr. Li Ming Hung is a non-executive Director as at the date of this joint announcement.
2. Each of Mr. Lau Kwok Wa, Stanley and Mr. Ng Tze On is an executive Director as at the date of this joint announcement.

As at the date of this joint announcement, neither the Offeror nor any parties acting in concert with it has borrowed or lent any Shares or any relevant securities of the Company as defined in Note 4 to Rule 22 of the Takeovers Code.

Upon the close of the Share Offer, 179,139,980 Shares, representing approximately 34.46% of the entire issued share capital of the Company, are held by the public. Accordingly, as at the date of this joint announcement, the minimum public float requirement of 25% under Rule 8.08(1)(a) of the Listing Rules is satisfied.

All times and dates in this joint announcement refer to Hong Kong local times and dates.

Pursuant to the terms of the Share Sale Agreement, each of Mr. Choi Lin Hung, Mr. Lau Kwok Wa, Stanley and Mr. Ng Tze On shall resign as an executive Director, each of Mr. Chen Tien Tui and Mr. Li Ming Hung shall resign as a non-executive Director and each of Mr. Lau Chi Kit, Mr. Mak Chi Yan, Mr. Wong Wai Kit, Louis and Mr. Yuen Kin Kei shall resign as an independent non-executive Director, with effect from 16 August 2014, being the day immediately after the first closing date of the Share Offer. For further details, please refer to the announcement of the Company expected to be published on or around 18 August 2014.

By order of the board of  
**Unitech Enterprises Group Limited**  
**Gao Zhiyin**  
*Director*

By order of the board of  
**Ford Glory Group Holdings Limited\***  
**Choi Lin Hung**  
*Chairman and Executive Director*

Hong Kong, 15 August 2014

*The directors of the Offeror jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement, other than that relating to the Company and its subsidiaries, and confirm that, 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 statements in this joint announcement misleading.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement, other than that relating to the Offeror, and confirm that, 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 statements in this joint announcement misleading.*

*As at the date of this joint announcement, the directors of the Offeror are Mr. Gao Zhiyin and Mr. Gao Zhiping.*

*As at the date of this joint announcement, the Board comprises Mr. Choi Lin Hung, Mr. Lau Kwok Wa, Stanley, Mr. Ng Tze On, Mr. Gao Zhiyin, Mr. Gao Zhiping and Mr. Shi Jiguo as executive Directors; Mr. Chen Tien Tui and Mr. Li Ming Hung as non-executive Directors; and Mr. Lau Chi Kit, Mr. Mak Chi Yan, Mr. Wong Wai Kit, Louis, Mr. Yuen Kin Kei and Dr. Chen Yifan as independent non-executive Directors.*