ROSY LANE INTERNATIONAL LIMITED
盛途國際有限公司
(incorporated in British Virgin Islands with limited liability)

HIGHLIGHT CHINA IOT INTERNATIONAL LIMITED
高銳中國物聯網國際有限公司
(incorporated in Bermuda with limited liability)
(Stock Code: 1682)

JOINT ANNOUNCEMENT

(1) CLOSE OF THE UNCONDITIONAL MANDATORY CASH OFFER BY

KINGSTON SECURITIES

FOR AND ON BEHALF OF THE OFFEROR TO ACQUIRE ALL THE ISSUED SHARES OF THE COMPANY (OTHER THAN THOSE SHARES ALREADY OWNED OR TO BE ACQUIRED BY THE OFFEROR AND PARTIES ACTING IN CONCERT WITH IT); AND (2) RESULTS OF THE OFFER

Financial adviser to the Offeror

KINGSTON CORPORATE FINANCE

Independent Financial Adviser to the Independent Board Committee

AmCap
Ample Capital Limited
豐盛融資有限公司
Ample Capital Limited

CLOSE OF THE OFFER

The Offeror and the Company jointly announce that the Offer was closed at 4:00 p.m. on Tuesday, 12 September 2017, and was not revised or extended by the Offeror.

RESULTS OF THE OFFER

As at 4:00 p.m. on Tuesday, 12 September 2017, being the latest time and date for the acceptance of the Offer as set out in the Composite Document, the Offeror received valid acceptances in respect of a total of 82,904 Shares under the Offer, representing approximately 0.02% of the issued share capital of the Company as at the date of this joint announcement.

SETTLEMENT OF THE OFFER

Remittances in respect of acceptance of the Offer (after deducting the seller's ad valorem stamp duty) in the form of cheque will be made as soon as possible but in any event within seven (7) Business Days of the date on which the duly completed acceptance of the Offer and the relevant documents of title of the Shares in respect of such acceptance are received by the Registrar to render each such acceptance of the Offer complete and valid in accordance with the Takeovers Code. Remittances in respect of acceptance of the Offer in the form of cheque will be despatched to the accepting Independent Shareholders by ordinary post at their own risks.

The latest date for posting of remittances in the form of cheque for the amounts due in respect of valid acceptances received under the Offer is Thursday, 21 September 2017.

SHAREHOLDING AND PUBLIC FLOAT OF THE COMPANY

Taking into account (i) the 322,326,500 Shares beneficially held by the Offeror following the Completion (representing approximately 62.01% of the 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 82,904 Shares (representing approximately 0.02% of the issued share capital of the Company as at the date of this joint announcement) (subject to the due registration by the Registrar of the transfer of the Shares acquired under the Offer by the Offeror), the Offeror and parties acting in concert with it are interested in 322,409,404 Shares in aggregate, representing approximately 62.03% of the 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.

Upon the close of the Offer, subject to the due registration by the Registrar of the transfer of 82,904 Shares in respect of which valid acceptances were received, 197,367,596 Shares, representing approximately 37.97% of the entire issued share capital of the Company, are held by the public (as defined under the Listing Rules). 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.

References are made to the (i) announcements dated 19 July 2017 and 22 August 2017 jointly issued by Rosy Lane International Limited (the "**Offeror**") and Highlight China IoT International Limited (the "**Company**") in relation to, among other matters, the Offer; and (ii) composite offer and response document dated 22 August 2017 jointly issued by the Offeror and the Company (the "**Composite Document**"). Unless otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the Composite Document.

CLOSE OF THE OFFER

The Offeror and the Company jointly announce that the Offer was closed at 4:00 p.m. on Tuesday, 12 September 2017, and was not revised or extended by the Offeror.

RESULTS OF THE OFFER

As at 4:00 p.m. on Tuesday, 12 September 2017, being the latest time and date for the acceptance of the Offer as set out in the Composite Document, the Offeror has received valid acceptances in respect of a total of 82,904 Shares under the Offer, representing approximately 0.02% of the issued share capital of the Company as at the date of this joint announcement.

SETTLEMENT OF THE OFFER

Remittances in respect of acceptance of the Offer (after deducting the seller's ad valorem stamp duty) in the form of cheque will be made as soon as possible but in any event within seven (7) Business Days of the date on which the duly completed acceptance of the Offer and the relevant documents of title of the Shares in respect of such acceptance are received by the Registrar to render each such acceptance of the Offer complete and valid in accordance with the Takeovers Code. Remittances in respect of acceptance of the Offer in the form of cheque will be despatched to the accepting Independent Shareholders by ordinary post at their own risks.

The latest date for posting of remittances in the form of cheque for the amounts due in respect of valid acceptances received under the Offer is Thursday, 21 September 2017.

SHAREHOLDING AND PUBLIC FLOAT OF THE COMPANY

Immediately after the Completion and before the commencement of the Offer Period on 19 July 2017, save for the Offeror's interest in the Sale Shares pursuant to the Sale and Purchase Agreement, the Offeror and parties acting in concert with it did not own, control or direct any Shares and rights over Shares or any convertible securities, warrants or options in the Company.

Taking into account (i) the 322,326,500 Shares beneficially held by the Offeror following the Completion (representing approximately 62.01% of the 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 82,904 Shares (representing approximately 0.02% of the issued share capital of the Company as at the date of this joint announcement) (subject to the due registration by the Registrar of the transfer of the Shares acquired under the Offer by the Offeror), the Offeror and parties acting in concert with it are interested in 322,409,404 Shares in aggregate, representing approximately 62.03% of the 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.

Set out below is the shareholding structure of the Company (i) immediately before Completion, (ii) immediately after the Completion and before the making of the Offer; and (iii) immediately upon the close of the Offer (subject to the due registration by the Registrar of the transfer of the Shares acquired under the Offer by the Offeror) and as at the date of this joint announcement:

	Immediately before Completion		**Immediately after the Completion and before the making of the Offer**		**Immediately upon the close of the Offer and as at the date of this joint announcement**	
Shareholders	*No. of Shares*	*Approximate %*	*No. of Shares*	*Approximate %*	*No. of Shares*	*Approximate %*
The Offeror and parties acting in concert with it	–	–	322,326,500	62.01	322,409,404	62.03
Vendor and parties acting in concert with it	322,326,500	62.01	–	–	–	–
Other Shareholders	197,450,500	37.99	197,450,500	37.99	197,367,596	37.97
Total:	**519,777,000**	**100**	**519,777,000**	**100**	**519,777,000**	**100**

Save for the Sale Shares and such number of Shares validly accepted under the Offer, the Offeror and parties acting in concert with it (i) have not acquired or agreed to acquire any relevant securities (as defined under Note 4 to Rule 22 of the Takeovers Code) of the Company or any rights over the Shares during the Offer Period; and (ii) have not borrowed or lent any relevant securities (as defined under Note 4 to Rule 22 of the Takeovers Code) of the Company during the Offer Period.

Upon the close of the Offer, subject to the due registration by the Registrar of the transfer of 82,904 Shares in respect of which valid acceptances were received, 197,367,596 Shares, representing approximately 37.97% of the issued share capital of the Company, are held by the public (as defined under the Listing Rules). 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.

By order of the board of director
Rosy Lane International Limited
Zhi Hua
Director

By order of the Board
Highlight China IoT International Limited
Gao Zhiyin
Chairman

Hong Kong, 12 September 2017

As at the date of this joint announcement, the Board comprises Mr. Gao Zhiyin, Mr. Gao Zhiping, Mr. Feng Chen and Mr. Lam Kai Yeung as executive Directors, Mr. Lau Chi Kit, Mr. Ma Ming and Mr. Li Hui as independent non-executive Directors; and Mr. Chan Kin as non-executive Director.

All 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, its associates and parties acting in concert with it) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than opinions expressed by the Offeror, its associates and parties acting in concert with it) 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. Zhi Hua.

The sole director of the Offeror accepts full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the Group, the Vendor, their respective associates and parties acting in concert with any of them) and confirm, having made all reasonable inquiries, that to the best of his knowledge, opinions expressed in this joint announcement (other than opinions expressed by the Group, the Vendor, their respective associates and parties acting in concert with any 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 in this joint announcement misleading.