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**BRILLIANT SUNSHINE
INTERNATIONAL LIMITED**
驕陽國際有限公司
*(Incorporated in British Virgin Islands with
limited liability)*

**HANG PIN LIVING TECHNOLOGY
COMPANY LIMITED**
杭品生活科技股份有限公司
(Incorporated in Bermuda with limited liability)
(Stock Code: 1682)

JOINT ANNOUNCEMENT

DESPATCH OF COMPOSITE DOCUMENT RELATING TO VOLUNTARY CONDITIONAL GENERAL CASH OFFERS BY



**ON BEHALF OF
BRILLIANT SUNSHINE INTERNATIONAL LIMITED
TO ACQUIRE ALL OF THE ISSUED SHARES OF
HANG PIN LIVING TECHNOLOGY COMPANY LIMITED
(OTHER THAN THOSE ALREADY OWNED BY OR
TO BE ACQUIRED BY THE OFFEROR AND
PARTIES ACTING IN CONCERT WITH IT)
AND
FOR THE CANCELLATION OF ALL THE OUTSTANDING
SHARE OPTIONS OF THE COMPANY**

Financial Adviser to the Offeror



Independent Financial Adviser to the Independent Board Committee


INCU Corporate Finance Limited

References are made to the announcement dated 6 August 2024 and the composite document dated 27 August 2024 (the “**Composite Document**”) jointly published by Hang Pin Living Technology Company Limited (the “**Company**”) and Brilliant Sunshine International Limited (the “**Offeror**”) in relation to the Offers. Unless otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the Composite Document.

DESPATCH OF THE COMPOSITE DOCUMENT

The Composite Document, accompanied by the Forms of Acceptance, which contained, among other things, (i) details of the Offers (including the expected timetable); (ii) a letter of advice from the Independent Board Committee to the Independent Shareholders and the Optionholders in relation to the Offers; and (iii) a letter of advice from the Independent Financial Advisers to the Independent Board Committee in relation to the Offers, have been despatched to the Independent Shareholders and the Optionholders on 27 August 2024 in accordance with the Takeovers Code.

EXPECTED TIMETABLE

The expected timetable set out below is indicative only and may be subject to change. Any changes to the timetable will be jointly announced by the Offeror and the Company as and when appropriate.

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

Event	Time & Date 2024
Despatch date of the Composite Document and the accompanying Forms of Acceptance and the commencement of the Offers (<i>Note 1</i>)	Tuesday, 27 August
First Closing Date (<i>Note 2</i>)	Tuesday, 17 September
Latest time and date for acceptance of the Offers on the First Closing Date (<i>Note 2</i>)	4:00 p.m. on Tuesday, 17 September
Announcement of the results of the Offers as at the Closing Date (or as to whether the Offers has been revised or extended) on the websites of the Stock Exchange and the Company (<i>Note 2</i>)	By 7:00 p.m. on Tuesday, 17 September

Event

Time & Date 2024

Latest date for posting of remittances to Shareholders for the amounts due in respect of valid acceptances received under the Offers at or before 4:00 p.m. on the First Closing Date (assuming the Offers becomes or is declared unconditional in all respects on the First Closing Date) (Note 3) Friday, 27 September

Final Closing Date assuming the Offers become or are declared unconditional in all respects on the First Closing Date (Note 4) Wednesday, 2 October

Latest time and date for acceptance of the Offers on the final Closing Date (assuming the Offers become or are declared unconditional in all respects on the First Closing Date) (Note 4). 4:00 p.m. on Wednesday, 2 October

Announcement of the results of the Offers as at the final Closing Date, to be posted on the websites of the Stock Exchange and the Company (Note 4) By 7:00 p.m. on Wednesday, 2 October

Latest date for posting of remittances for the amount due in respect of valid acceptances received under the Offers at or before 4:00 p.m. on the final Closing Date, being the latest time and date by which the Offers remain open for acceptances (assuming the Offers become or is declared unconditional in all respects on the First Closing Date) (Note 3). Monday, 14 October

Latest time and date by which the Offers can become or be declared unconditional as to acceptances (Note 5). 7:00 p.m. on Monday, 28 October

Notes:

1. The Offers, which is conditional, is made on Tuesday, 27 August 2024 (being the date of posting of the Composite Document) and is capable of acceptance on and from that date for the whole of the Offers Period. Acceptances of the Offers shall be irrevocable and are not capable of being withdrawn, except in the circumstances as permitted under the Takeovers Code. Please refer to the paragraph headed “6. Right of Withdrawal” in Appendix I to the Composite Document for further information on the circumstances where acceptances may be withdrawn.
2. In accordance with the Takeovers Code, the Offers must initially be open for acceptance for at least twenty-one (21) days following the date on which the Composite Document was posted. The latest time and date for acceptance of the Offers will be at 4:00 p.m. on Tuesday, 17 September 2024 unless the Offeror revises or extends the Offers in accordance with the Takeovers Code. The Offeror has the right under the Takeovers Code to extend the Offers until such date as it may determine in accordance with the Takeovers Code (or as permitted by the Executive in accordance with the Takeovers Code). The Offeror will issue an announcement in relation to any extension of the Offers, which will state either the next Closing Date or, if the Offers are at that time unconditional as to acceptances, a statement that the Offers will remain open until further notice. In the latter case, at least fourteen (14) days’ notice in writing must be given before the Offers are closed to those Independent Shareholders and/or Optionholders who have not accepted the Offers. Beneficial owners of Shares who hold their Shares in CCASS directly as an Investor Participant or indirectly via a broker or custodian participant should note the timing requirements (set out in Appendix I to the Composite Document) for causing instructions to be made to CCASS in accordance with the General Rules of CCASS and CCASS Operational Procedures.
3. Subject to the Offers becoming unconditional or being declared unconditional in all respects, remittances in respect of the cash consideration (after deducting the seller’s ad valorem stamp duty in respect of the Offers Shares for which the Offers is accepted) payable for the Shares tendered under the Offers will be posted to the accepting Shareholders by ordinary post at his/her/its own risk. Payment will be made as soon as possible, but in any event no later than seven (7) Business Days after the later of (i) the date on which the Offers becomes or is declared unconditional in all respects and (ii) the date of receipt by the Registrar of the duly completed Forms of Acceptance and all other relevant documents to render the acceptance under the Offers complete and valid.
4. In accordance with the Takeovers Code, where the Offers become or is declared unconditional in all respects, the Offers should remain open for acceptance for not less than fourteen (14) days thereafter and, at least fourteen (14) days’ notice in writing must be given before the Offers are closed to those Shareholders who have not accepted the Offers. The Offeror has the right, subject to the Takeovers Code, to extend the Offers until such date as the Offeror may determine or as permitted by the Executive, in accordance with the Takeovers Code. The Offeror will issue an announcement in relation to any extension of the Offers, which will state the next Closing Date or, if the Offers have become or is at that time unconditional in all respects, that the Offers will remain open until further notice. In the latter case, at least fourteen (14) days’ notice will be given before the Offers are closed to those Shareholders who have not accepted the Offers and an announcement will be published.

5. In accordance with the Takeovers Code, except with the consent of the Executive, the Offers may not become or be declared unconditional as to acceptances after 7:00 p.m. on Monday, 28 October 2024, being the 60th day after the day the Composite Document is posted. Accordingly, unless the Offers have previously become unconditional as to acceptances, the Offers will lapse after 7:00 p.m. on Monday, 28 October 2024 unless extended with the consent of the Executive.

Save as mentioned above, if the latest time for the acceptance of the Offers and the posting of remittances do not take effect on the date and time as stated above, the other dates mentioned above may be affected. The Offeror and the Company will notify the Independent Shareholders and/or Optionholders by way of announcement(s) on any change to the expected timetable as soon as practicable.

WARNING

The Shareholders and/or potential investors of the Company should be aware that the Offers are subject to the Conditions being fulfilled or (if permissible) waived, and therefore that the Offers may or may not become unconditional. Shareholders and potential investors should therefore exercise caution when dealing in Shares or other rights in respect of them. 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
Brilliant Sunshine International Limited
Ng Leung Ho
Director

By order of the Board
Hang Pin Living Technology Company Limited
Lam Kai Yeung
*Chief Executive Officer &
Executive Director*

Hong Kong, 27 August 2024

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 Group) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the 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 statements in this joint announcement misleading.

As at the date of this joint announcement, the board of directors of the Offeror comprises of Mr. Ng Leung Ho and Mr. Yu Xueming.

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 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 those expressed by the directors of the Offeror) 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 Board comprises Mr. Lam Kai Yeung and Mr. Zhang Kaiyuan as executive directors, Dr. Lam Lee G, Mr. Chan Kin and Mr. Chau Chi Yan Benny as independent non-executive directors.

** For identification purposes only*