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China LotSynergy Holdings Limited

華彩控股有限公司\*

(Incorporated in Bermuda with limited liability)

**(Stock Code: 1371)**

## **FURTHER DELAY IN DESPATCH OF CIRCULAR IN RELATION TO**

- (1) CONNECTED TRANSACTION IN RELATION TO SUBSCRIPTION FOR CONVERTIBLE BONDS UNDER SPECIFIC MANDATE;**
- (2) PROPOSED INCREASE IN AUTHORISED SHARE CAPITAL;**
- (3) APPLICATION FOR WHITEWASH WAIVER; AND**
- (4) NOTICE OF SPECIAL GENERAL MEETING**

Reference is made to the announcement of China LotSynergy Holdings Limited (the “**Company**”) dated 9 October 2020 (the “**First Announcement**”) in relation to, among other things, the Subscription (including the grant of the Specific Mandate) and the Whitewash Waiver and the announcement of the Company dated 30 October 2020 in relation to the delay in despatch of the Circular (the “**Second Announcement**”, together with the First Announcement, the “**Announcements**”). Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Announcements.

## **FURTHER DELAY IN DESPATCH OF THE CIRCULAR**

As stated in the First Announcement, in compliance with Rule 8.2 of the Takeovers Code, the Circular containing, among others, (i) further details of the Subscription (including the grant of the Specific Mandate), the Whitewash Waiver and the Increase in Authorised Share Capital; (ii) a letter of recommendations from the Independent Board Committee to the Independent Shareholders in respect of the Subscription (including the grant of the Specific Mandate) and the Whitewash Waiver; (iii) a letter of advice from Gram Capital to the Independent Board Committee and the Independent Shareholders in respect of the Subscription (including the grant of the Specific Mandate) and the Whitewash Waiver; (iv) a notice convening the SGM; and (v) other information as required under the Listing Rules and the Takeovers Code, will be despatched to the Shareholders within 21 days from the date of the First Announcement, which is 30 October 2020. As stated in the Second Announcement, the Company applied to the Executive pursuant to Rule 8.2 of the Takeovers Code for consent for the extension of time for the despatch of the Circular to a date falling on or before 11 December 2020 and the Executive had granted such consent.

As the Group has been devoting its resources in its principal business, the Company needs more time to prepare and finalise certain information to be contained in the Circular, including, among other things, (i) the indebtedness statement; (ii) the statement on material changes in the financial or trading position or outlook of the Company pursuant to Rule 10.11 of the Takeovers Code; (iii) the letter of advice from the Independent Financial Adviser; and (iv) certain financial information of the Group, the Company has applied to the Executive pursuant to Rule 8.2 of the Takeovers Code for, and the Executive has granted, the consent to the further extension of time for the despatch of the Circular to a date falling on or before 15 January 2021.

**Completion of the Subscription is subject to the fulfillment or waiver (as applicable) of the conditions precedent to the Subscription in accordance with the Subscription Agreement. Accordingly, the Subscription may or may not proceed.**

**Shareholders and potential investors of the Company should exercise extreme caution when dealing in the securities of the Company, and if they are in any doubt about their position, they should consult their professional advisers.**

By Order of the Board  
**China LotSynergy Holdings Limited**  
**CHAN Tan Na, Donna**  
*Chairperson of the Board*

Hong Kong, 11 December 2020

*As at the date of this announcement, the Board comprises Ms. CHAN Tan Na, Donna, Mr. WU Jingwei, Mr. LI Zi Kui and Ms. ZHU Xinxin as Executive Directors; and Mr. HUANG Shenglan, Mr. CHAN Ming Fai and Mr. CUI Shuming as Independent Non-Executive Directors.*

*The Directors jointly and severally accept full responsibility for accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.*

\* *For identification purposes only*