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## Qinqin Foodstuffs Group (Cayman) Company Limited

## 親親食品集團 (開曼) 股份有限公司

(Incorporated in the Cayman Islands with limited liability)

## LISTING BY WAY OF INTRODUCTION OF THE ENTIRE ISSUED SHARE CAPITAL OF THE COMPANY ON THE MAIN BOARD OF THE STOCK EXCHANGE OF HONG KONG LIMITED

Stock Code: 1583

**Sole Sponsor** 

## **BofA Merrill Lynch**

Reference is made to the listing document dated 24 June 2016 (the "Listing Document") issued by Qinqin Foodstuffs Group (Cayman) Company Limited (the "Company"). Unless the context requires otherwise, the capitalised terms used in this announcement shall have the same meanings as defined in the Listing Document.

The Company has applied to the Stock Exchange for the listing of, and permission to deal in, the Shares on the Stock Exchange. Dealings in the Shares on the Stock Exchange are expected to commence on Friday, 8 July 2016. The Shares will be traded in board lots of 1,000 Shares each. The stock code of the Shares is 1583.

On 17 June 2016, the board of directors of Hengan declared the Distribution to the Qualifying Hengan Shareholders, being registered holders of Hengan Shares whose names appear on the register of members of Hengan on the Record Date. The Distribution will be satisfied wholly by way of a distribution in specie to the Qualifying Hengan Shareholders of the entire issued share capital of the Company held by Hengan, representing 51% of the entire issued share capital of the Company, in proportion to their respective shareholdings in Hengan on the Record Date. Based on the issued share capital of Hengan as at the Latest Practicable Date and assuming that it will remain unchanged on the Record Date it is expected that 242,605,244 Shares will be distributed by Hengan. Pursuant to the Distribution, the Qualifying Hengan Shareholders will be entitled to one

Share for every five Hengan Shares held on the Record Date. Fractional entitlements of Qualifying Hengan Shareholders to the Shares under the Distribution will be disregarded. For further details of the Distribution, please refer to "*The Distribution and the Spin-off*" in the Listing Document. Calculated on the same basis as set out above, it is expected that 233,091,313 Shares, representing 49% of the entire issued share capital of the Company, will be distributed or transferred to the ultimate owners of Total Good or their investment vehicles. Application has been made to the Stock Exchange for the listing of, and permission to deal in, the Shares in issue and to be issued for the Listing, which are expected to amount to 475,696,557 Shares in total based on the above.

The Distribution is conditional on the Listing Committee granting approval for the listing of, and permission to deal in, the Shares on the Main Board of the Stock Exchange and such approval not having been revoked prior to the completion of the Spin-off. If this condition is not satisfied, the Distribution will not be made and the Spin-off will not take place.

Subject to the granting of the listing of, and permission to deal in, the Shares on the Stock Exchange and the Company's compliance with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in the Shares on the Stock Exchange or any other date as determined by HKSCC.

Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second Business Day after any trading day. All necessary arrangements have been made for the Shares to be admitted into CCASS.

Copies of the Listing Document which are issued in accordance with the requirements under the Listing Rules will be available for information purposes only during normal business hours for a period of 14 days from the date of this announcement at the offices of the Sole Sponsor located at Merrill Lynch Far East Limited, 55/F, Cheung Kong Center, 2 Queen's Road Central, Central, Hong Kong.

The Listing Document is also available on the Stock Exchange's website at www.hkexnews.hk and on the Company's website at www.fjqinqin.com from 24 June 2016.

There is no assurance that the Distribution, the Spin-off and the Listing will take place, or as to when they may take place. Further announcement(s) will be made by the Company in relation to the Distribution, the Spin-off and the Listing as and when appropriate.

By Order of the Board of Qinqin Foodstuffs Group (Cayman) Company Limited Hui Lin Chit Chairman and non-executive Director

Hong Kong, 24 June 2016

As of the date of this announcement, the Board comprises 12 Directors, of which six are nonexecutive Directors, namely Mr. Hui Lin Chit (Chairman), Mr. Sze Man Bok, Mr. Hui Ching Lau, Mr. Wu Huolu, Mr. Wu Sichuan and Mr. Wu Yinhang; two are executive Directors, namely Mr. Cheng Yong (Chief Executive Officer) and Mr. Wong Wai Leung (Chief Financial Officer); and four are independent non-executive Directors, namely Mr. Cai Meng, Mr. Chan Yiu Fai Youdey, Mr. Ng Swee Leng and Mr. Paul Marin Theil.