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## **KADER HOLDINGS COMPANY LIMITED**

**開達集團有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 180)**

### **RESULTS OF RIGHTS ISSUE ON THE BASIS OF THREE RIGHTS SHARES FOR EVERY SEVEN EXISTING SHARES HELD ON THE RECORD DATE**

As at 4:00 p.m. on Tuesday, 21 January 2014, being the latest time for acceptance and payment of the Rights Shares and the latest time for application and payment of the excess Rights Shares, the Company has received 192 valid acceptances for a total of 241,238,168 Rights Shares provisionally allotted under the Rights Issue (representing approximately 84.59% of the total Rights Shares) and 170 valid applications for a total of 204,946,256 excess Rights Shares (representing approximately 71.87% of the total Rights Shares). An aggregate of 446,184,424 Rights Shares and excess Rights Shares have been applied for, representing approximately 156.46% of the total number of 285,176,397 Rights Shares offered under the Rights Issue.

Accordingly, the Rights Issue was approximately 56.46% over-subscribed. As a result of the over-subscription of the Rights Shares, the Sole Underwriter's obligation under the Underwriting Agreement in respect of the Underwritten Shares has been fully discharged.

It is expected that share certificates for all fully-paid Rights Shares and refund cheques in respect of wholly or partially unsuccessful applications for excess Rights Shares will be despatched by ordinary post to those entitled thereto on or before Wednesday, 29 January 2014 at their own risk. Dealings in the Rights Shares on the Stock Exchange, in their fully-paid form, are expected to commence on Thursday, 30 January 2014.

Reference is made to the prospectus of Kader Holdings Company Limited (the “Company”) dated 7 January 2014 in relation to the Rights Issue (the “Prospectus”) and the announcement of the Company dated 22 January 2014 respectively. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Prospectus.

## **RESULTS OF THE RIGHTS ISSUE**

As at 4:00 p.m. on Tuesday, 21 January 2014, being the latest time for acceptance and payment of the Rights Shares and the latest time for application and payment of the excess Rights Shares, the Company has received 192 valid acceptances for a total of 241,238,168 Rights Shares provisionally allotted under the Rights Issue (representing approximately 84.59% of the total Rights Shares) and 170 valid applications for a total of 204,946,256 excess Rights Shares (representing approximately 71.87% of the total Rights Shares). An aggregate of 446,184,424 Rights Shares and excess Rights Shares have been applied for, representing approximately 156.46% of the total number of 285,176,397 Rights Shares offered under the Rights Issue.

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## **EXCESS APPLICATION**

Based on the number of valid acceptances referred to above, 43,938,229 Rights Shares will be available for excess Rights Shares being applied for by way of application under the EAFs. Accordingly, the Board has decided to allot a total of 43,938,229 Rights Shares available for excess applications on a fair and equitable basis as set out in the following table based on the following principles:

- (1) preference will be given to those applications that will top up odd lots to whole board lots where they appear to the Board that such applications are not made with intention to abuse this mechanism, unless the total number of excess Rights Shares is not sufficient to top up all odd lots into whole board lots; and

- (2) subject to availability of excess Rights Shares after allocation under principle (1) above, any further remaining excess Rights Shares will be allocated to Qualifying Shareholders who have applied for excess Rights Shares based on a pro-rata basis based on the number of the excess Rights Shares applied by them, with board lots allocation to be made on a best effort basis.

In applying principles (1) and (2) above, no reference will be made to the number of Rights Shares comprised in a Shareholder's assured entitlement or to the existing number of ordinary Shares held by the Shareholders.

Allotment results in respect of the excess Rights Shares are set out as follows:

<b>Number of excess Rights Shares validly applied for</b>	<b>Number of valid excess applications</b>	<b>Total number of excess Rights Shares applied for</b>	<b>Total number of excess Rights Shares allotted</b>	<b>Approximate percentage of allocation based on the total number of excess Rights Shares applied for in that category</b>	<b>Basis of allocation</b>
1-4,000	100	209,465	209,465	100.00%	In full
4,001-80,000,000	69	112,198,224	24,032,224	21.42%	Odd lot in full plus additional Shares at approximately 21.28% on the remaining excess Rights Shares applied (rounded up to the nearest board lot)
Above 80,000,000	1	92,538,567	19,696,540	21.28%	Approximately 21.28% of the excess Rights Shares applied for
<b>Total</b>	<b>170</b>	<b>204,946,256</b>	<b>43,938,229</b>		

## SHAREHOLDING STRUCTURE OF THE COMPANY

To the best of the Directors' knowledge, information and belief after having made all reasonable enquiries, the following is a summary of the shareholding structure of the Company immediately before and immediately after completion of the Rights Issue:

Shareholder	Immediately before completion of the Rights Issue		Immediately after completion of the Rights Issue	
	<i>Number of Shares</i>	<i>% (approximately)</i>	<i>Number of Shares</i>	<i>% (approximately)</i>
Mr. Ting and Mr. Ting's Associates	378,907,814 <sup>(i)</sup>	56.94	556,724,695 <sup>(ii)</sup>	58.57
Sole Underwriter	—	—	—	—
Sub-total	378,907,814	56.94	556,724,695	58.57
Other Shareholders	286,503,780	43.06	393,863,296	41.43
Total	<u>665,411,594</u>	<u>100.00</u>	<u>950,587,991</u>	<u>100.00</u>

*Notes:*

- (i) Mr. Ting personally held 133,279,385 Shares and his spouse, Mrs. Nancy Ting Wang Wan-sun, personally held 1,452,629 Shares. Mr. Ting has a controlling interest in H.C. Ting's Holdings Limited, a substantial shareholder of the Company, and Glory Town Limited, which respectively held 209,671,000 and 34,504,800 Shares. Accordingly, Mr. Ting was deemed to have total interests in a total of 378,907,814 Shares.
- (ii) In addition to note (i) above, Mr. Ting, Mrs. Nancy Ting Wang Wan-sun, H.C. Ting's Holdings Limited and Glory Town Limited had been allocated 57,119,732, 622,554, 89,858,997 and 14,787,771 Rights Shares respectively under their respective assured entitlement under the Rights Issue. In addition, Mr. Ting had been allotted 15,427,827 Rights Shares under his excess application under the Rights Issue.

## **CERTIFICATES FOR RIGHTS SHARES AND COMMENCEMENT OF DEALINGS**

It is expected that share certificates for all fully-paid Rights Shares and refund cheques in respect of wholly or partially unsuccessful applications for excess Rights Shares will be despatched by ordinary post to those entitled thereto on or before Wednesday, 29 January 2014 at their own risk. Dealings in the Rights Shares on the Stock Exchange, in their fully-paid form, are expected to commence on Thursday, 30 January 2014.

By Order of the Board  
**Kader Holdings Company Limited**  
**Kenneth Ting Woo-shou**  
*Chairman*

Hong Kong, 28 January 2014

*As at the date of this announcement, the executive directors of the Company are Mr. Kenneth Ting Woo-shou, SBS, JP (Chairman and Managing Director) and Mrs. Nancy Ting Wang Wan-sun; the non-executive directors of the Company are Mr. Ivan Ting Tien-li, Dr. Moses Cheng Mo-chi, GBS, OBE, JP, Mr. Liu Chee-ming and Mr. Bernie Ting Wai-cheung; and the independent non-executive directors of the Company are Mr. Floyd Chan Tsoi-yin, Mr. Andrew Yao Cho-fai, JP, Mr. Desmond Chum Kwan-yue and Mr. Ronald Montalto.*