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INCUTECH INVESTMENTS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 356)

UPDATE ON STATUS OF THE COMPANY

This announcement is made pursuant to Rule 13.09 of the Rules Governing the Listing of Securities (the “Listing Rules”) on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) and Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

Reference is made to the announcement of Incutech Investments Limited (the “Company”) dated 21 January 2013 (the “Announcement”) in relation to the listing status of the Company, and the joint announcement by the Company, Sharp Years Limited and Hugo Lucky Limited dated 6 May 2013 (the “Joint Announcement”), in relation to, among other things, (i) the Sale and Purchase Agreement; (ii) the Subscription Agreement and the transactions contemplated thereunder including the allotment and issue of the Subscription Shares under the specific mandate; (iii) the Increase in Authorised Capital; (iv) the Special Deal; and (v) the Offer. Unless otherwise stated, capitalised terms used herein shall bear the same meanings as those defined in the Joint Announcement.

BACKGROUND

At the request of the Company, trading in its Shares on the Stock Exchange has been suspended with effect from 9:30 a.m. on 13 June 2008. As stated in the Announcement, the Company was placed into the first stage of the delisting procedures pursuant to Practice Note 17 to the Listing Rules on 18 January 2013. The Stock Exchange requires the Company to address the following issues (“Outstanding Issues”) before the Company can resume trading:

- i) demonstrates it has sufficient level of operations or assets of sufficient value under Rule 13.24; and
- ii) satisfies Rule 21.04(1) on, among others, the character, experience and integrity of the directors of the Company, its management company and/or its investment adviser (if any).

RESUMPTION PROPOSAL

The Board wishes to inform the Shareholders that a resumption proposal has been submitted to the Stock Exchange on 10 July 2013 (the “Resumption Proposal”) to address the concerns of the Stock Exchange and the Outstanding Issues. Salient contents of the Resumption Proposal includes: —

- i) an injection of HK\$100 million cash by way of the Offerors subscribing the new Shares pursuant to the Subscription Agreement;
- ii) further information of proposed new Directors, whom are considered to satisfy the relevant Listing Rules requirement;
- iii) continued appointment and additional information of the existing investment manager of the Company, Hua Yu Investment Management Limited, which satisfies the relevant Listing Rules requirement; and
- iv) a proposed open offer to the existing Shareholders to restore the public float of the Company upon completion of the Offer, which offer the existing Shareholders an opportunity to enlarge their shareholdings in the Company.

Further announcement will be made to inform the Shareholders on the progress of the Resumption Proposal, as and when appropriate. The circular relating to, amongst others, further details of the Acquisition, Subscription and notice of the EGM will be despatched to the Shareholders as soon as practicable.

Shareholders and potential investors should note that the Resumption Proposal may or may not be implemented and is subject to, amongst other things, changes and approvals by the Stock Exchange.

Trading in the Shares was suspended with effect from 9:30 a.m. on 13 June 2008 and will remain suspended until further notice.

By order of the Board
Incutech Investments Limited
Tung Tat Wah
Executive Director

Hong Kong, 11 July 2013

As at the date of this announcement, the Board comprises of Mr. Tung Tat Wah and Mr. Michael, Wu Chun Wah as executive Directors; Mr. Allan, Kwok Ming Fai, Mr. Robert, Siu Siu Ling and Mr. Stephen, Lee Ming Ching as independent non-executive Directors.