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## **INCUTECH INVESTMENTS LIMITED**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 356)**

### **STATUS OF RESUMPTION**

The Company is pleased to announce that on 25 March 2014, the Stock Exchange informed the Company that it has decided to allow the Company to resume trading in the Shares, subject to completion of the Subscription, the Open Offer, and all other transactions contemplated in the Proposal.

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 (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

Reference is made to the announcements of Incutech Investments Limited (the “**Company**”) dated 21 January 2013 and 31 July 2013 in relation to the listing status of the Company and the announcement of the Company dated 11 July 2013 in relation to the submission of a resumption proposal by the Company including transactions contemplated under the Proposal (as defined herein), details of which has been published in the joint announcement of the Company, Sharp Years Limited and Hugo Lucky Limited dated 6 May 2013 (the “**Announcements**”). Unless otherwise stated, capitalised terms used herein shall bear the same meanings as those defined in the Announcements.

#### **Listing Status of the Company**

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. On 18 January 2013, the Company was placed in the first stage of the delisting procedures pursuant to Practice Note 17 to the Listing Rules.

On 10 July 2013, the Company submitted the Resumption Proposal to the Stock Exchange addressing the concerns of the Stock Exchange and other outstanding issues. On 31 July 2013, the Listing Division of the Stock Exchange issued a letter to inform the Company that it considers the Resumption Proposal has not satisfied the resumption conditions set out in their letter dated 18 January 2013 and the Stock Exchange has decided to place the Company in the second stage of delisting procedures pursuant to Practice Note 17 of the Listing Rules.

The Company submitted a revised resumption proposal dated 6 January 2014 and various supplementary information between 23 January 2014 to 21 March 2014 to further address the concerns of the Stock Exchange and other outstanding issues (the “**Proposal**”). Salient contents of the Proposal includes:

- i) an injection of HK\$140 million cash by the Offerors to the Company through the subscription of 1,400,000,000 Shares at HK\$0.1 pursuant to the Subscription Agreement;
- ii) information on the new Directors proposed to be appointed by the Company, whom satisfy the relevant Listing Rules requirement;
- iii) information on proposed open offer to be extended to the existing Shareholders for not less than 427,500,000 Shares upon completion of the Subscription at HK\$0.1, which will be fully underwritten by the Offerors; and
- iv) continued appointment of Hua Yu Investment Management Limited as investment manager of the Company.

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The Stock Exchange also emphasized that it may modify the resumption condition if the Company’s situation changes.

Further announcement will be made by the Company on further details and development of the Proposal and the status of the Company as and when appropriate.

**Shareholders and potential investors of the Company should note that the implementation of the Proposal is subject to conditions to be fulfilled or waived otherwise. The release of this announcement is not an indication that the Proposal will be completed or trading of the Shares will be resumed eventually.**

**Trading in the shares of the Company 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, 27 March 2014

*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.*