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Jimu Group Holdings Limited

(Incorporated in the British Virgin Islands with limited liability)



EVER SMART INTERNATIONAL HOLDINGS LIMITED

永駿國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

Stock Code : 8187

**JOINT ANNOUNCEMENT
DELAY IN DESPATCH OF COMPOSITE DOCUMENT**

Reference is made to the joint announcement (the “**Joint Announcement**”) dated 20 October 2017 issued by Ever Smart International Holdings Limited (the “**Company**”) and Jimu Group Holdings Limited (the “**Offeror**”) in relation to, among other things, the unconditional mandatory cash offer (the “**Offer**”) to be made by Kingston Securities Limited for and on behalf of the Offeror for all the issued shares of the Company (other than those already owned or agreed to be acquired by the Offeror and parties acting in concert with it). Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Joint Announcement.

DELAY IN DESPATCH OF THE COMPOSITE DOCUMENT

As stated in the Joint Announcement, it is the intention of the Offeror and the Board to combine the offer document and the offeree board circular into the Composite Document. Pursuant to Rule 8.2 of the Takeovers Code, the Composite Document, together with the Form of Acceptance, is required to be despatched to the Shareholders within 21 days of the date of the Joint Announcement, i.e. on or before 10 November 2017, unless consent is granted by the Executive to extend the deadline for the despatch of the Composite Document. As additional time is required for finalising certain information of the Composite Document, which includes, amongst other things, the financial information of the Group and the letter from the Independent Financial Adviser, an application has been made to the Executive pursuant to Rule 8.2 of the Takeovers Code for its consent to extend the deadline for the despatch of the Composite Document to a date falling on or before 17 November 2017. The Executive has indicated that it is minded to grant such consent.

Further announcement will be jointly made by the Company and the Offeror when the Composite Document together with the Form of Acceptance are despatched.

By Order of the Board
Jimu Group Holdings Limited
Tung Sun Tat, Clement
Director

By Order of the Board
Ever Smart International Holdings Limited
Ho Kin Wai
Chairman and Executive Director

Hong Kong, 10 November 2017

As at the date of this joint announcement, the Company's executive Directors are Mr. Ho Kin Wai and Mr. Ho Kin Pong; and the Company's independent non-executive Directors are Mr. Yuen Poi Lam William, Mr. Lu Tak Ming and Mr. Liu Chun Kit.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the Offeror, its ultimate beneficial owners and parties acting in concert with any one of them), and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than the opinion expressed by the directors of the Offeror and JIMU) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement contained in this joint announcement misleading.

As at the date of this joint announcement, the directors of the Offeror are Mr. Tung Sun Tat, Clement, Mr. Xie Qun and Ms. Long Jingjie and the directors of JIMU are Mr. Dong Jun, Ms. Guo Jia, Ms. Peng Xiaomei, Mr. Wei Wei, Mr. Barry Freeman, Mr. Hong Feng and Mr. Man Ho Kee Harry.

The directors of the Offeror and all the directors of JIMU jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the Group, the Vendor, the Covenantor and parties acting in concert with any one of them), and confirm, having made all reasonable enquires, that to the best of their knowledge, opinions expressed in this joint announcement (other than the opinion expressed by the Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement contained in this joint announcement misleading.

This joint announcement will appear on the GEM website (www.hkgem.com) for at least seven days after the date of publication and on the website of the Company (<http://esmart.hk>).

The English text of this joint announcement shall prevail over its Chinese text.