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**太陽國際資源有限公司**  
**SUN INTERNATIONAL RESOURCES LIMITED**  
*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 8029)**

**DELAY IN DESPATCH OF CIRCULAR  
AND  
REVISED EXPECTED TIMETABLE IN RELATION TO  
(1) THE PROPOSED OPEN OFFER IN THE PROPORTION OF  
ONE (1) OFFER SHARE FOR EVERY TWO (2) SHARES  
HELD ON THE RECORD DATE;  
(2) APPLICATION FOR WHITEWASH WAIVER; AND  
(3) PROPOSED SHARE CONSOLIDATION**

**DELAY IN DESPATCH OF CIRCULAR**

Since additional time is required to finalise certain information including the indebtedness statement and unaudited pro-forma financial information of the Group to be included in the Circular and prepare the relevant financial information of the Group for the Independent Financial Adviser to review, it is expected that the despatch date of the Circular will be postponed to a date falling on or before Monday, 9 December 2013 unless further extension is granted by the Executive.

**REVISED EXPECTED TIMETABLE**

As agreed between the Company and the Underwriter, the Board announces that the expected timetable for the Open Offer will be revised as set out in this announcement.

**WARNING OF THE RISK OF DEALING IN SHARES**

**The Open Offer is conditional upon the obligations of the Underwriter under the Underwriting Agreement having become unconditional and the Underwriter not having terminated the Underwriting Agreement in accordance with the terms thereof. Shareholders and potential investors should therefore exercise caution when dealing in Shares, and if they are in any doubt about their positions, they should consult their professional advisers.**

**Shareholders should note that Shares will be dealt in on an ex-entitlement basis commencing from Friday, 3 January 2014 and that dealings in Shares will take place while the conditions to which the Open Offer is subject remain unfulfilled. Any Shareholder or other person dealing in Shares up to the date on which all conditions to which the Open Offer is subject are fulfilled, will accordingly bear the risk that the Open Offer cannot become unconditional and may not proceed. Any Shareholder or other person contemplating selling or purchasing Shares who is in any doubt about his/her/its position is recommended to consult his/her/its own professional adviser.**

Reference is made to the announcement of the Company dated 28 October 2013 (the “**First Announcement**”) in relation to, among other matters, the Open Offer, the Underwriting Agreement, the Whitewash Waiver and the Share Consolidation and the announcement of the Company dated 4 November 2013 (the “**Second Announcement**”, together with the First Announcement, the “**Announcements**”) in relation to the establishment of the Independent Board Committee and the appointment of the Independent Financial Adviser. Unless otherwise stated, capitalised terms used herein shall bear the same meanings as defined in the Announcements.

#### **DELAY IN DESPATCH OF CIRCULAR**

As stated in the First Announcement, a circular (the “**Circular**”) including, among other things, details of (i) the Open Offer (including the absence of excess application arrangement under the Open Offer), the Underwriting Agreement and the Whitewash Waiver; (ii) the recommendation of the Independent Board Committee in relation to the Open Offer (including the absence of excess application arrangement under the Open Offer), the Underwriting Agreement and the Whitewash Waiver; (iii) a letter of advice from the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders in relation to the Open Offer (including the absence of excess application arrangement under the Open Offer), the Underwriting Agreement and the Whitewash Waiver together with (iv) a notice convening the EGM will be despatched to the Shareholders on or before Friday, 15 November 2013 in compliance with Rule 8.2 of the Takeovers Code.

Since additional time is required to finalise certain information including the indebtedness statement and unaudited pro-forma financial information of the Group to be included in the Circular and prepare the relevant financial information of the Group for the Independent Financial Adviser to review, it is expected that the despatch date of the Circular will be postponed to a date falling on or before Monday, 9 December 2013 unless further extension is granted by the Executive.

Application has been made to the Executive for an extension of time for the despatch of the Circular to the Shareholders on or before Monday, 9 December 2013. The Executive has granted such consent.

## REVISED EXPECTED TIMETABLE

As agreed between the Company and the Underwriter, the Board announces that the expected timetable for the Open Offer will be revised as follows. The expected timetable for the Open Offer as set out below is indicative only and has been prepared on the assumption that the Open Offer will be approved by the Independent Shareholders at the EGM.

Despatch of Company's circular with notice of EGM . . . . .	Monday, 9 December 2013
Latest time for lodging forms of proxy for the purpose of the EGM . . . . .	4:00 p.m. on Saturday, 28 December 2013
EGM . . . . .	4:00 p.m. on Monday, 30 December 2013
Announcement of results of EGM to be published on the Stock Exchange website. . . . .	Monday, 30 December 2013
Last day of dealings in Shares on a cum-entitlement basis. . . . .	Thursday, 2 January 2014
First day of dealings in Shares on an ex-entitlement basis . . . . .	Friday, 3 January 2014
Latest time for lodging transfer of Shares in order to be qualified for the Open Offer . . . . .	4:30 p.m. on Monday, 6 January 2014
Register of members of the Company closed (both dates inclusive) . . . . .	Tuesday, 7 January 2014 to Thursday, 9 January 2014 (both dates inclusive)
Record Date . . . . .	Thursday, 9 January 2014
Register of members of the Company re-opens . . . . .	Friday, 10 January 2014
Despatch of the Prospectus Documents (in case of the Prohibited Shareholders, the Prospectus only) . . . . .	Friday, 10 January 2014
Latest time for acceptance of, and payment of Offer Shares . . . . .	4:00 p.m. on Friday, 24 January 2014
Latest time for the Open Offer to become unconditional (being the Latest Time for Termination) . . . . .	4:00 p.m. on Wednesday, 29 January 2014

Announcement of results of acceptance of the Offer Shares  
to be published on the Stock Exchange . . . . . Thursday, 30 January 2014

Despatch of share certificates for Offer Shares . . . . . Tuesday, 4 February 2014

Dealings in Offer Shares commence . . . . . 9:00 a.m. on  
Wednesday, 5 February 2014

Effective date of the Share Consolidation . . . . . Wednesday, 5 February 2014

Dealings in Consolidated Shares commence . . . . . 9:00 a.m. on  
Wednesday, 5 February 2014

Original counter for trading in the Shares in board lots  
of 5,000 Shares (in the form of existing share  
certificates in brown) temporarily closes . . . . . 9:00 a.m. on  
Wednesday, 5 February 2014

Temporary counter for trading in the Consolidated  
Shares in board lots of 2,500 Consolidated Shares  
(in the form of existing share certificates  
in brown) opens. . . . . 9:00 a.m. on  
Wednesday, 5 February 2014

First day of free exchange of existing share certificates  
in brown for new share certificates in yellow  
for the Consolidated Shares . . . . . Wednesday, 5 February 2014

Original counter for trading in the Consolidated Shares  
in board lots of 5,000 Consolidated Shares  
(in the form of new share certificates  
in yellow) re-opens . . . . . 9:00 a.m. on  
Wednesday, 19 February 2014

Parallel trading in the Consolidated Shares  
(in form of new share certificates in yellow and  
existing share certificates in brown) commences . . . . . 9:00 a.m. on  
Wednesday, 19 February 2014

Designed broker starts to stand in the market  
to provide matching services for odd lots of  
the Consolidated Shares. . . . . 9:00 a.m. on  
Wednesday, 19 February 2014

Temporary counter for trading in the Consolidated  
Shares in board lots of 2,500 Consolidated Shares  
(in the form of existing share certificates in brown) ends. . . . . 4:00 p.m. on  
Tuesday, 11 March 2014

Parallel trading in the Consolidated Shares  
(in form of new share certificates in yellow and  
existing share certificates in brown) ends . . . . . 4:00 p.m. on  
Tuesday, 11 March 2014

Designated broker ceases to stand in the market  
to provide matching services for  
odd lots of the Consolidated Shares . . . . . 4:00 p.m. on  
Tuesday, 11 March 2014

Last day for free exchange of existing share certificates  
for new share certificates for the Consolidated Shares . . . . . 4:00 p.m. on  
Thursday, 13 March 2014

Dates or deadlines specified above are indicative only and may be further varied by agreement between the Company and the Underwriter. Any further changes to the revised expected timetable above will be published or notified to the Shareholders appropriately.

#### **WARNING OF THE RISK OF DEALING IN SHARES**

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**Shareholders should note that Shares will be dealt in on an ex-entitlement basis commencing from Friday, 3 January 2014 and that dealings in Shares will take place while the conditions to which the Open Offer is subject remain unfulfilled. Any Shareholder or other person dealing in Shares up to the date on which all conditions to which the Open Offer is subject are fulfilled, will accordingly bear the risk that the Open Offer cannot become unconditional and may not proceed. Any Shareholder or other person contemplating selling or purchasing Shares who is in any doubt about his/her/its position is recommended to consult his/her/its own professional adviser.**

By order of the Board  
**Sun International Resources Limited**  
**Cheng Ting Kong**  
*Chairman*

Hong Kong, 15 November 2013

*As at the date of this announcement, the Board comprises five executive Directors, namely, Mr. Cheng Ting Kong, Ms. Cheng Mei Ching, Mr. Lee Chi Shing, Caesar, Mr. Lo Kai Bong and Mr. Lui Man Wah and three independent non-executive Directors, namely, Mr. Chan Tin Lup, Trevor, Mr. Tou Kin Chuen and Mr. Wang Zhigang.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company.*

*The directors of the Company jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statement in this announcement misleading.*

*This announcement will remain on the “Latest Company Announcements” page of the GEM website at [www.hkgem.com](http://www.hkgem.com) for at least 7 days from the date of posting and on the designed website of this Company at <http://www.sun8029.com/>.*