

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this joint announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this joint announcement.

This joint announcement appears for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for any securities of the Company or the solicitation of any vote or approval in any jurisdiction, nor shall there be any sale, issuance or transfer of securities of the Company in any jurisdiction in contravention of applicable laws.

This joint announcement is not for release, publication or distribution, in whole or in part, in, into or from any jurisdiction where to do so would constitute a violation of the applicable laws or regulations of such jurisdiction.

Jianeng Era International Trading Co., Limited
嘉能時代國際貿易有限公司
(Incorporated in Hong Kong with limited liability)

King's Stone Holdings Group Limited
金石控股集團有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1943)

**JOINT ANNOUNCEMENT
DESPATCH OF THE COMPOSITE OFFER AND
RESPONSE DOCUMENT RELATING TO
MANDATORY UNCONDITIONAL CASH OFFER BY
SILVERBRICKS SECURITIES COMPANY LIMITED FOR AND
ON BEHALF OF JIANENG ERA INTERNATIONAL TRADING
CO., LIMITED TO ACQUIRE ALL THE ISSUED SHARES OF
KING'S STONE HOLDINGS GROUP LIMITED (OTHER THAN
THOSE ALREADY OWNED OR AGREED TO BE ACQUIRED
BY THE OFFEROR AND/OR PARTIES ACTING IN CONCERT
WITH IT)**

Joint financial advisers to the Offeror



Independent Financial Adviser to Independent Board Committee



Capital 9 Limited

References are made to (i) the joint announcement (the “**Rule 3.5 Announcement**”) of Jianeng Era International Trading Co., Limited (the “**Offeror**”) and King’s Stone Holdings Group Limited (the “**Company**”) dated 2 April 2025 in relation to, among other things, the Offer; (ii) the announcement of the Company dated 14 April 2025 for the appointment of Capital 9 Limited as independent financial adviser of the Company (“**IFA**”); (iii) the joint announcement of the Offeror and the Company dated 23 April 2025 in relation to the delay in despatch of the Composite Document; (iv) the joint announcements of the Offeror and the Company dated 23 May 2025, 16 June 2025 and 26 June 2025 in relation to, among others, the further delay in despatch of the Composite Document; and (v) and the composite offer and response document jointly issued by the Offeror and the Company dated 10 July 2025 (the “**Composite Document**”). Unless the context otherwise requires, terms defined in the Composite Document shall have the same meanings when used herein.

DESPATCH OF THE COMPOSITE DOCUMENT

The Composite Document setting out, among other things, (i) details of the Offer (including the expected timetable and the terms of the Offer); (ii) a letter of advice from the Independent Board Committee to the Independent Shareholders in relation to the Offer; and (iii) a letter of advice from the Independent Financial Adviser to the Independent Board Committee in relation to the Offer, together with the Form of Acceptance, have been despatched to the Shareholders on 10 July 2025 in accordance with the Takeovers Code.

EXPECTED TIMETABLE

The timetable set out below is indicative only and is subject to change. Any changes to the timetable will be jointly announced by the Offeror and the Company as and when appropriate.

Despatch date of the Composite Document and the accompanying Form of Acceptance and commencement date of the Offer (<i>Note 1</i>)	Thursday, 10 July 2025
Latest time and date for acceptance of the Offer (<i>Notes 2 and 4</i>)	by 4:00 p.m. on Thursday, 31 July 2025
Closing Date (<i>Notes 2 and 4</i>)	Thursday, 31 July 2025
Announcement of the results of the Offer, to be posted on the website of the Stock Exchange (<i>Note 2</i>)	by 7:00 p.m. on Thursday, 31 July 2025
Latest date for posting of remittances in respect of valid acceptances received under the Offer (<i>Notes 3 and 4</i>)	Monday, 11 August 2025

Notes:

1. The Offer, which is unconditional in all respects, is made on the date of posting of the Composite Document, and is capable of acceptance on and from that date until 4:00 p.m. on the Closing Date. Beneficial owners of Shares who hold their Shares in CCASS directly as an investor participant or indirectly via a broker or custodian participant should note the timing requirements for causing instructions to be made to CCASS in accordance with the General Rules of HKSCC and HKSCC Operational Procedures.
2. In accordance with the Takeovers Code, the Offer must remain opened for acceptance for at least 21 days following the date on which the Composite Document is posted. The latest time and date for acceptance of the Offer will be 4:00 p.m. on Thursday, 31 July 2025 unless the Offeror revises or extends the Offer in accordance with the Takeovers Code. The Offeror and the Company will jointly issue an announcement through the website of the Stock Exchange by no later than 7:00 p.m. on Thursday, 31 July 2025 stating whether the Offer has been revised, extended or expired. In the event that the Offeror decides to revise or extend the Offer, at least 14 days' notice by way of an announcement will be given before the Offer is closed to those Independent Shareholders who have not accepted the Offer.
3. Remittances in respect of the cash consideration (after deducting the seller's ad valorem stamp duty) payable for the Offer Shares tendered under the Offer will be despatched to the Independent Shareholders accepting the Offer by ordinary post at their own risk as soon as possible, but in any event within 7 business days (as defined in the Takeovers Code) after the date of receipt by the Registrar of all relevant documents (receipt of which renders such acceptance complete and valid), in accordance with the Takeovers Code. Acceptance of the Offer shall be irrevocable and not capable of being withdrawn, except as otherwise permitted under the Takeovers Code. Please refer to paragraph headed "6. RIGHT OF WITHDRAWAL" in Appendix I to the Composite Document for further information on the circumstances where acceptances may be withdrawn.
4. If there is a tropical cyclone warning signal number 8 or above or "extreme conditions" or a "black rainstorm warning signal" as issued by the Hong Kong Observatory and/or the Government of Hong Kong (collectively, "**severe weather conditions**") on any of the following deadlines ("**Key Deadlines**"): (a) the Closing Date and the latest time for acceptance of the Offer and the submission and publication deadline for a closing announcement under Rule 19.1 of the Takeovers Code; and (b) the latest date for posting of remittances for the amounts due under the Offer in respect of valid acceptances,
 - (a) in case any severe weather condition is in force in Hong Kong at any local time before 12:00 noon but no longer in force at 12:00 noon and/or thereafter on any Key Deadline, such Key Deadline will remain on the same Business Day; or
 - (b) in case any severe weather condition is in force in Hong Kong at any local time at 12:00 noon and/or thereafter on any Key Deadline, such Key Deadline will be rescheduled to the following Business Day which does not have any of those warnings or conditions in force in Hong Kong at any time at 12:00 noon and/or thereafter or such other day as the Executive may approve in accordance with the Takeovers Code.

Save as mentioned above, if the latest time for acceptance of the Offer does not take effect on the date and time as stated above, the other dates mentioned above may be affected. The Offeror and the Company will notify the Independent Shareholders by way of joint announcement(s) on any change to the expected timetable as soon as practicable.

All references to dates and times contained in the Composite Document and the accompanying Form of Acceptance refer to Hong Kong dates and times.

WARNING

Shareholders are encouraged to read the Composite Document and the Form of Acceptance carefully, including the advice from Independent Financial Adviser to the Independent Board Committee and the recommendation from the Independent Board Committee to the Independent Shareholders in respect of the Offer, before deciding whether or not to accept the Offer. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Shares. Persons who are in doubt about their position should consult their stockbroker, licensed securities dealer or registered institution in securities, a bank manager, solicitor, professional accountant, or other professional advisers.

By order of the board
**Jianeng Era International Trading Co.,
Limited
Tang Jingjing
Sole Director**

By order of the Board
**King's Stone Holdings Group Limited
Wang Jianfeng
Chairman, Chief Executive Officer and
Executive Director**

Hong Kong, 10 July 2025

As at the date of this joint announcement, the Board comprises Mr. Wang Jianfeng (Chairman and Chief Executive Officer) as executive Director, Mr. Cai Huihui, Ms. Liu Jingna and Mr. Ruan Dongdong as non-executive Directors, and Mr. Wang Wenxing, Mr. An Wen Long and Ms. Florence Ng as independent non-executive Directors.

The Directors jointly and severally accept full responsibility for the accuracy of information contained in this joint announcement (other than any information relating to the Offeror and parties acting in concert with it) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the sole director of the Offeror) 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 in this joint announcement misleading.

As at the date of this joint announcement, the sole director of each of the Offeror and Huayu Holdings is Ms. Tang. The sole director of each of the Offeror and Huayu Holdings accepts full responsibility for the accuracy of information contained in this joint announcement (other than any information relating to the Group and the Directors) and confirm, having made all reasonable inquiries, that to the best of her knowledge, opinions expressed in this joint announcement (other than those made 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 in this joint announcement misleading.

In the event of any inconsistency, the English text of this joint announcement shall prevail over the Chinese text.