

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this 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 announcement.



APPOINTMENT OF INDEPENDENT FINANCIAL ADVISER

Reference is made to the joint announcement of Same Time Holdings Limited (the “**Company**”) and GCL-Poly Energy Holdings Limited (the “**Subscriber**”) dated 13 February 2014 in relation to, among other things, (1) Proposed issue of new Company Shares and proposed grant of Specific Mandate to issue new Company Shares; (2) Approval of Whitewash Waiver by the Company Independent Shareholders; (3) Resignation of Company Directors; and (4) Resumption of trading in the Company Shares and the Subscriber Shares (the “**Joint Announcement**”). Unless otherwise specified, capitalised terms used herein shall have the same meanings as defined in the Joint Announcement.

With the approval of the Company Independent Board Committee pursuant to Rule 2.1 of the Takeovers Code, the Company has appointed Platinum Securities Company Limited as the Company Independent Financial Adviser to advise the Company Independent Board Committee as to its advice and recommendation for the Company Independent Shareholders on the Share Subscription, the Specific Mandate and the Whitewash Waiver. Platinum Securities Company Limited is a licensed corporation under the SFO licensed to carry out Type 1 (dealing in securities) and Type 6 (advising on corporate finance) regulated activities under the SFO. The letter of advice from the Company Independent Financial Adviser in respect of the Share Subscription, the Specific Mandate and the Whitewash Waiver will be included in the circular to be despatched by the Company in due course.

Warnings: The Share Subscription is subject to the fulfilment or waiver (as the case may be) of a number of conditions precedent set out under the section headed “Conditions of the Share Subscription” in the Joint Announcement, including approval by the Company Independent Shareholders at the Company SGM for the Share Subscription, the grant of the Specific Mandate and the Whitewash Waiver, and the granting of the Whitewash Waiver by the Executive. As such, the Share Subscription may or may not proceed.

Company Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Company Shares or securities, and are recommended to consult their professional advisers if they are in any doubt about their position and as to actions that they should take.

By order of the Board
Same Time Holdings Limited
Yip Sum Yin
Chairman

Hong Kong, 19 February 2014

The Company Directors 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.

As at the date of this announcement, the Company Board is comprised of five executive Company Directors, namely Madam Yu Hung Min, Mr. Chung Chi Shing, Mr. Mao Lu, Mr. Yip Wing Fung and Mr. Yip Sum Yin and three independent non-executive Company Directors, namely Mr. Lai Wing Leung, Peter, Mr. Lam Kwok Cheong and Madam Lee Mei Ling.