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## **SAME TIME HOLDINGS LIMITED**

*(incorporated in Bermuda with limited liability)*

(Stock code: 451)

### **EXTENSION OF LONGSTOP DATE OF THE AMENDED AND RESTATED PLACING AGREEMENT IN RELATION TO THE PLACING OF NEW COMPANY SHARES UNDER THE PLACING SPECIFIC MANDATE**

As additional time is required to fulfill the Placing Conditions and to complete the Placing, on 7 April 2014 (after trading hours), the Company and the Placing Agent have agreed in writing to further extend the Longstop Date to 30 April 2014.

Reference is made to the announcement of SAME TIME HOLDINGS LIMITED (the “**Company**”) dated 30 October 2013 in respect of the Company Original Placing Agreement, the announcement of the Company dated 28 February 2014 in respect of the Amendment Deed in relation to the Placing of Company New Placing Shares under the Placing Specific Mandate and the Amended and Restated Placing Agreement, and the circular of the Company dated 31 March 2014 in relation to, amongst others, the Share Subscription, the Specific Mandate, the Whitewash Waiver, the Placing, the Placing Specific Mandate, the resignation of the Company Directors and the appointment of the proposed directors to the Company Board and the Change of Company Name (the “**Circular**”). Unless the context requires otherwise, capitalised terms used herein shall have the same meanings as defined in the Circular.

It is provided in the Amended and Restated Placing Agreement that, amongst others, completion is conditional upon the satisfaction of certain conditions (the “**Placing Conditions**”), details of which are provided in the paragraph headed “Conditions” of the section headed “Placing of Company New Placing Shares under the Placing Specific Mandate” of the Circular. As stated in the notice of the Company SGM dated 31 March 2014, the Company SGM will be held on 23 April 2014. It is also provided in the Amended and Restated Placing Agreement that, amongst others, if the Placing Conditions shall not have been so satisfied by 23 April 2014 (the “**Longstop Date**”) (or such later date as may be agreed by the parties), all obligations of the Placing Agent and the Company under the Amended and Restated Placing Agreement shall cease and determine. As additional time is required to fulfill the Placing Conditions and to complete the Placing, on 7 April 2014 (after trading hours), the Company and the

Placing Agent have agreed in writing to further extend the Longstop Date to 30 April 2014. Save and except for the extension of the Longstop Date, the other provisions of the Amended and Restated Placing Agreement remain unchanged and continue to be in full force and effect.

The Company Board considers that the extension of the Longstop Date to 30 April 2014 is not a material change to the terms of the Amended and Restated Placing Agreement and is appropriate given the circumstances and would be in the interests of the Company and the Company Shareholders as a whole.

**Company Shareholders and potential investors should note that completion of the Placing is subject to fulfillment of the Placing Conditions under the Amended and Restated Placing Agreement and is one of the conditions precedent required to be fulfilled under the Subscription Agreement. As the Placing may or may not proceed, Company Shareholders and potential investors are reminded to exercise caution when dealing in the Company Shares and the Company's securities.**

By order of the Company Board  
**SAME TIME HOLDINGS LIMITED**  
**Yip Sum Yin**  
*Chairman*

Hong Kong, 7 April 2014

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