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SUN CENTURY GROUP LIMITED

太陽世紀集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1383)

**(I) REVISED EXPECTED TIMETABLE IN RESPECT
OF THE PROPOSED RIGHTS ISSUE;
AND
(II) EXTENSION OF THE LONG STOP DATE IN RELATION
TO THE ISSUE OF CONVERTIBLE BONDS**

Reference is made to the announcements of Sun Century Group Limited (the “**Company**”) dated 20 September 2016 and 7 October 2016 (the “**Announcements**”) in relation to, among other things, the Rights Issue and the Debt Restructuring and the delay in despatch of the Circular. Unless otherwise stated, capitalised terms used herein shall have the same meanings as defined in the Announcements.

REVISED EXPECTED TIMETABLE OF THE RIGHTS ISSUE

It is expected that the Circular will be despatched on 21 October 2016 and the expected timetable for the Rights Issue is revised accordingly as set out below:

2016

Expected despatch date of the circular, proxy form and notice of the EGM	Friday, 21 October
Latest time for lodging transfers of the Shares in order to qualify for attendance and voting at the EGM	4:30 p.m. on Thursday, 3 November
Latest time for lodging proxy forms for the EGM	3:00 p.m. on Saturday, 5 November

Closure of register of members for determination of the identity of the Shareholders entitled to attend and vote at the EGM (both dates inclusive)	From Friday, 4 November to Monday, 7 November
Expected time and date of the EGM	3:00 p.m. on Monday, 7 November
Announcement of poll results of the EGM	Monday, 7 November
Last day of dealings in the Shares on a cum-rights basis	Tuesday, 8 November
First day of dealings in the Shares on an ex-rights basis	Wednesday, 9 November
Latest time for lodging transfers of the Shares in order to qualify for the Rights Issue	4:30 p.m. on Thursday, 10 November
Closure of register of members for determination of entitlements to the Rights Issue (both dates inclusive)	From Friday, 11 November to Monday, 14 November
Record Date for determination of entitlements to the Rights Issue	Monday, 14 November
Re-opening of the register of members of the Company	Tuesday, 15 November
Despatch of the Prospectus Documents (in the case of the Non-Qualifying Shareholders, the Prospectus only)	Tuesday, 15 November
First day of dealings in the nil-paid Rights Shares	Thursday, 17 November
Latest time for splitting of the nil-paid Rights Shares	4:30 p.m. on Monday, 21 November
Last day of dealings in the nil-paid Rights Shares	Thursday, 24 November
Latest Time for Acceptance and payment for the Rights Shares	4:00 p.m. on Tuesday, 29 November

Latest Time for Termination and the Rights Issue becomes unconditional	4:00 p.m. on Friday, 2 December
Announcement of the results of the Rights Issue	Thursday, 8 December
Despatch of certificates for the fully-paid Rights Shares	Friday, 9 December
Despatch of refund cheques for wholly or partly unsuccessful applications for excess Rights Shares or if the Rights Issue is terminated	Friday, 9 December
Expected first day of dealings in the fully-paid Rights Shares	9:00 a.m. on Monday, 12 December

All times and dates in this announcement refer to Hong Kong time and date. The expected timetable for the Rights Issue set out above is indicative only. The expected timetable is subject to change, and any such change will be announced in a separate announcement by the Company as and when appropriate.

Changes of book closure periods and the Record Date

The Shareholders should note that as a result of the change in the expected timetable:

- (i) the register of members of the Company will be closed from Friday, 4 November 2016 to Monday, 7 November 2016 (both days inclusive) for determining the identity of the Shareholders entitled to attend and vote at the EGM;
- (ii) the register of members of the Company will be closed from Friday, 11 November 2016 to Monday, 14 November 2016 (both days inclusive) for determining the entitlements to the Rights Issue; and
- (iii) the Record Date for determination of entitlements to the Rights Issue will be Monday, 14 November 2016.

No transfer of Shares will be registered during the above book closure periods.

Extension letter in relation to the Underwriting Agreement

As a result of the revisions to the expected timetable of the Rights Issue as set out above, on 13 October 2016, the Company and the Underwriters entered into an extension letter to reflect the changes of the relevant dates for the Rights Issue as referred to in the Underwriting Agreement. Save for such amendments, all other terms and conditions of the Underwriting Agreement shall remain unchanged.

EXTENSION OF THE LONG STOP DATE IN RELATION TO THE ISSUE OF CONVERTIBLE BONDS

Pursuant to the CB Subscription Agreement, if the conditions precedent to the CB Subscription Agreement are not fulfilled (or waived) on or before 31 October 2016 or such other date as may be agreed by the Company and Fame Select (the “**Long Stop Date**”), the CB Subscription Agreement (save and except the clauses, among others, relating to confidentiality) shall cease and determine and no party shall have any claim against the other party in respect of any matter or thing arising out of or in connection with the CB Subscription Agreement save in respect of any antecedent breach of any obligation thereof.

As it is expected that the EGM will be held on Monday, 7 November 2016 and the passing by the Independent Shareholders of relevant resolutions at the EGM approving, among other things, the CB Subscription Agreement and the allotment and issue of the Conversion Shares is one of the conditions precedent to the CB Subscription Agreement, on 13 October 2016, the Company and Fame Select entered into an extension letter to the CB Subscription Agreement to extend the Long Stop Date to 30 November 2016 or such other date as may be agreed by the Company and Fame Select.

Save for the above, all other terms and conditions of the CB Subscription Agreement shall remain unchanged.

By order of the Board
Sun Century Group Limited
Chau Cheok Wa
Chairman

Hong Kong, 13 October 2016

As at the date of this announcement, the executive Directors are Mr. Chau Cheok Wa, Ms. Yeung So Mui, Ms. Cheng Mei Ching, and Ms. Yeung So Lai; and the independent non-executive Directors are Mr. Tou Kin Chuen, Dr. Wu Kam Fun Roderick and Mr. Lo Wai Tung John.