

有关  
**CHINA DAIRY GROUP LTD. (中国乳业集团) 建议自愿除牌的  
退市要约**



**退市要约已宣布成为无条件及  
退市要约的截止日期**

除非另有指明外，本通告所用词汇应与由大华继显私人有限公司（“**大华继显**”）为及代永华国际投资有限公司（“**献议者**”）于2016年4月12日寄发的退市要约函中所定义者具相同涵义。此中文版通告源自于英文版。如中文版和英文版存在不一致之处，皆以英文版为准。

截至2016年5月4日下午5时整（新加坡时间），退市要约的条件已得到满足并已成为无条件。股份已自2016年5月12日上午9时整（新加坡时间）起于新交所暂停交易。请参阅分别于2016年5月4日及2016年5月10日于www.sgx.com刊发的公告。

退市要约将于2016年5月18日下午5时30分（新加坡时间）截止，或由或代献议者所公布的较晚日期截止，且不得再接纳退市要约。

有意接受但尚未接受退市要约的股东可按退市要约函附录1所列明的退市要约接受程序，以及所印制在相关接受表格的指示，填妥并交回有关接受表格。需协助填妥有关接受表格的股东可拨打大华继显的协助专线(65) 6590 6881。

未持有通函、退市要约函及/或有关接受表格的股东应立即在办公时间联络The Central Depository (Pte) Limited或M&C Services Private Limited（视情况而定），地址如下：

**如为存托，请联络：**

The Central Depository (Pte) Limited  
9 North Buona Vista Drive  
#01-19/20 The Metropolis  
Singapore 138588

**如持有股票证书，请联络：**

M&C Services Private Limited,  
112 Robinson Road #05-01  
Singapore 068902

已于2016年5月4日或之前接受退市要约的股东无需就退市要约采取任何行动，且预期可自2016年5月4日起的7个工作日内接获已提交接受退市要约有关献购股的付款。

**重要提示**

股东应完整阅读退市要约函及通函。股东若对退市要约或应采取的行动有任何疑问，应立即咨询您的股票经纪人、银行代理人、律师或其他专业顾问。

**责任声明**

献议者董事（包括可能委托他人对此通告详细监督的任何献议者董事）已经采取所有合理的措施确保本通告陈述的事实和表达的意见（不包括有关本公司及其附属公司的资料）为公允准确，且（如适用）不存在未包含在本通告内的、若遗漏将导致本通告内的陈述具误导性的任何其他重大事实。本通告有关献议者的信息若从已出版或其他公开来源摘录或复制，或从中国乳业集团获得的任何信息，献议者董事的唯一责任是通过合理查询，确保从该等来源所摘录的信息准确，或视情况而定，准确地反映或表述于此通告中。献议者董事各自且连带地承担所有责任。

由

大华继显私人有限公司

为及代

永华国际投资有限公司 发布  
2016年5月15日

**WINNER INTERNATIONAL INVESTMENTS LIMITED**

(Incorporated in Hong Kong)  
(Company Registration No.: 0822594)

**UOB KAY HIAN PRIVATE LIMITED**

(Incorporated in the Republic of Singapore)  
(Company Registration No.: 197000447W)

**EXIT OFFER**  
in connection with  
**THE PROPOSED VOLUNTARY DELISTING OF CHINA DAIRY GROUP LTD.**



**OFFER DECLARED UNCONDITIONAL IN ALL RESPECTS AND  
CLOSING DATE OF EXIT OFFER**

All capitalised terms used and not defined herein shall have the same meanings given to them in the Exit Offer Letter dated 12 April 2016 issued by UOB Kay Hian Private Limited (“**UOBKH**”) for and on behalf of Winner International Investments Limited (“**Offeror**”), unless otherwise expressly stated or the context otherwise requires.

As at 5.00 p.m. (Singapore time) on 4 May 2016, the conditions to the Exit Offer have been satisfied and the Exit Offer has become unconditional in all respects on 4 May 2016. Trading of the Shares on SGX-ST has been suspended with effect from 9.00 a.m. (Singapore Time) on 12 May 2016. Please refer to the announcements on [www.sgx.com](http://www.sgx.com) dated 4 May 2016 and 10 May 2016, respectively.

The Exit Offer will remain open for acceptance until **5.30 p.m. (Singapore time) on 18 May 2016** or such later date(s) as may be announced from time to time by or on behalf of the Offeror, being the last day for lodgement of acceptances of the Exit Offer.

Shareholders who wish to accept the Exit Offer but have not done so may do so by completing and returning the relevant Acceptance Form(s) in accordance with the procedures for acceptance of the Exit Offer set out in Appendix 1 of the Exit Offer Letter and the instructions printed on the FAA and/or the FAT. Shareholders who require assistance to complete the FAA and/or the FAT may call the UOBKH helpline at (65) 6590 6881.

Shareholders who do not have the Circular, the Exit Offer Letter and/or the relevant Acceptance Form(s) should contact The Central Depository (Pte) Limited or M&C Services Private Limited, as the case may be, immediately during normal business hours at the following addresses:

**If you are a Depositor, please contact:**

The Central Depository (Pte) Limited  
9 North Buona Vista Drive  
#01-19/20 The Metropolis  
Singapore 138588

**If you hold Shares in scrip form, please contact:**

M&C Services Private Limited,  
112 Robinson Road #05-01  
Singapore 068902

Shareholders who have already accepted the Exit Offer on or before 4 May 2016 are not required to take any action in relation to the Exit Offer and can expect to receive payment within 7 Business Days from 4 May 2016 in respect of the Offer Shares that they have tendered in acceptance of the Exit Offer.

**IMPORTANT NOTICE**

Shareholders should read the Exit Offer Letter and the Circular in their entirety. Shareholders who are in any doubt about the Exit Offer or the action they should take, should consult their stockbroker, bank manager, solicitor or other professional adviser immediately.

**RESPONSIBILITY STATEMENT**

The Offeror Directors (including any Offeror Director who may have delegated detailed supervision of the preparation of this notice) have taken all reasonable care to ensure that the facts stated and opinions expressed in this notice (excluding information relating to the Company and its subsidiaries) are fair and accurate and that, where appropriate, no material facts have been omitted from this notice, the omission of which would make any statement in this notice misleading. Where any information in this notice relating to the Offeror has been extracted or reproduced from published or otherwise publicly available sources or obtained from the Company, the sole responsibility of the Offeror Directors has been to ensure, through reasonable enquiries, that such information has been accurately extracted from such sources or, as the case may be, accurately reflected or reproduced in this notice. The Offeror Directors jointly and severally accept responsibility accordingly.

Issued by  
**UOB Kay Hian Private Limited**

For and on behalf of  
**Winner International Investments Limited**  
12 May 2016