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## **VINDA INTERNATIONAL HOLDINGS LIMITED**

### **維達國際控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 3331)**

#### **APPOINTMENT OF INDEPENDENT FINANCIAL ADVISER**

Reference is made to the announcement of Vinda International Holdings Limited (the “**Company**”) dated 29 October 2015 (the “**Announcement**”) in relation to the sale and purchase of (1) the entire issued share capital in SCA Korea, (2) the entire issued share capital in SCA Taiwan and (3) the entire issued share capital of SCA Malaysia, for an initial consideration of HK\$2,800,000,000 which will be settled partly by cash, partly by the Company’s issue of the Convertible Note and partly by the Company’s issue of the Consideration Shares at Completion. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

The Board is pleased to announce that on 23 November 2015, with the approval of the Independent Board Committee, Somerley Capital Limited, a corporation licensed to carry out Type 1 (dealing in securities) and Type 6 (advising on corporate finance) regulated activities under the SFO, has been appointed as the independent financial adviser (the “**Independent Financial Adviser**”) to advise (i) the Independent Board Committee and the Independent Shareholders as to the fairness and the reasonableness of the Sale and Purchase Agreement and the transactions contemplated thereunder; and (ii) the reasons for the length of the Licence Agreement which exceeds three years. The advice of the Independent Financial Adviser (i) to the Independent Board Committee and the Independent Shareholders in respect of the Sale and Purchase Agreement; and (ii) as to the reasons for the length of the Licence Agreement which exceeds three years will be included in the circular to be despatched to the Independent Shareholders.

By order of the board  
**Vinda International Holdings Limited**  
**LI Chao Wang**  
*Chairman*

Hong Kong, 26 November 2015

*As at the date of this announcement, the Board of the Company comprises:*

*Executive Directors:*

Mr. LI Chao Wang  
Ms. YU Yi Fang  
Mr. Johann Christoph MICHALSKI  
Mr. DONG Yi Ping  
Ms. LI Jielin

*Non-executive Directors:*

Mr. Jan Christer JOHANSSON  
Mr. Carl Magnus GROTH  
Mr. Ulf Olof Lennart SODERSTROM

*Independent Non-executive Directors:*

Mr. KAM Robert  
Mr. TSUI King Fai  
Mr. WONG Kwai Huen, Albert  
Mr. CHIA Yen On

*Alternate Directors:*

Mr. CHIU Bun (alternate to Mr. MICHALSKI and Mr. SODERSTROM)  
Mr. Gert Mikael SCHMIDT (alternate to Mr. JOHANSSON and Mr. GROTH)