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## **THE SINCERE COMPANY, LIMITED**

*(Incorporated in Hong Kong with limited liability)*

**(Stock Code: 0244)**

### **ANNOUNCEMENT**

**MONTHLY UPDATE IN RELATION TO  
THE PRE-CONDITIONAL VOLUNTARY CASH OFFER BY  
REALORD ASIA PACIFIC SECURITIES LIMITED  
ON BEHALF OF  
REALORD GROUP HOLDINGS LIMITED  
TO ACQUIRE ALL OF THE ISSUED SHARES OF  
THE SINCERE COMPANY, LIMITED**

Reference is made to the joint announcements issued by The Sincere Company, Limited (“**Sincere**”) and Realord Group Holdings Limited dated 15 May 2020 (the “**Joint Announcement**”), 5 June 2020, 17 June 2020, 17 July 2020, 4 August 2020, 4 September 2020, 6 October 2020, 6 November 2020, 7 December 2020 and 7 January 2021 (the “**January Update Announcement**”) in relation to, among other matters, the Offer. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Joint Announcement.

## STATUS OF FULFILMENT OF THE PRE-CONDITIONS

Reference is made to the announcement issued by Realord dated 9 February 2021 (the “**Realord Announcement**”) relating to, among other things, the monthly update in relation to the Offer. As disclosed in the Joint Announcement, the making of the Offer by the Offeror is subject to the satisfaction or waiver (as the case may be) of the Pre-Conditions. As stated in the Realord Announcement, application for the proposed change of “controllers” (within the meanings of the Insurance Ordinance) of Sincere LA and Sincere II has been submitted to the Insurance Authority on 26 January 2021. Save as aforesaid, there has been no update in respect of the fulfilment of the Pre-Conditions since the January Update Announcement.

## INSIDE INFORMATION

Reference is also made to the inside information announcement issued by Sincere dated 4 February 2021 (the “**Inside Information Announcement**”). On 3 February 2021, the board of directors of Sincere received a letter from Win Dynamic (the “**Letter**”) regarding Win Dynamic’s declaration in relation to the deed of gift executed by Win Dynamic in favour of Sincere. There has been no update since the Inside Information Announcement up to the date of this announcement.

Further announcements will be made as and when appropriate in accordance with the Listing Rules and the Takeovers Code.

## WARNINGS:

**The making of the Offer by the Offeror will or will not materialise and is subject to the Pre-Conditions being satisfied or, if permitted, waived (as the case may be) by the Offeror. Accordingly, the SinCo Shareholders and prospective investors are advised to exercise caution when dealing in the securities of Sincere. Persons who are in doubt as to the action they should take should consult their professional advisers.**

By order of the Board  
**The Sincere Company, Limited**  
**Philip K H Ma**  
*Chairman & CEO*

Hong Kong, 11 February 2021

*As at the date of this announcement, the executive director of Sincere is Mr. Philip K H Ma, the non-executive director of Sincere is Mr. Charles M W Chan, and the independent non-executive directors of Sincere are Mr. King Wing Ma, Mr. Eric K K Lo, Mr. Peter Tan and Mr. Anders W L Lau.*

*The directors of Sincere jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, 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.*