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**ATLAS KEEN LIMITED**

*(Incorporated in the British Virgin Islands with limited liability)*



**中譽集團有限公司**

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

**(Stock Code: 985)**

**MONTHLY UPDATE ON**

**(1) PROPOSED PRIVATIZATION OF CST GROUP LIMITED BY THE OFFEROR BY WAY OF A SCHEME OF ARRANGEMENT UNDER SECTION 86 OF THE COMPANIES ACT; AND  
(2) PROPOSED WITHDRAWAL OF LISTING OF SHARES**

**Financial adviser to the Offeror**



**Independent Financial Adviser to the Independent Board Committee**

**Nuada Limited**

Reference is made to (a) the announcement dated 1 September 2023, jointly issued by the Offeror and the Company, in relation to, among other things, the proposed privatization of the Company by the Offeror by way of a scheme of arrangement under section 86 of the Companies Act and the proposed voluntary withdrawal of the listing of the Shares on the Stock Exchange (the “**Rule 3.5 Announcement**”); (b) the announcement dated 11 September 2023 issued by the Company in relation to the appointment of Nuada Limited as the Independent Financial Adviser; and (c) the joint announcement dated 22 September 2023 issued by the Company and the Offeror in relation to the extension of time for despatch of the Scheme Document. Unless otherwise defined, capitalized terms used herein shall have the same meanings as those defined in the Rule 3.5 Announcement.

As disclosed in the Rule 3.5 Announcement, the Scheme will become effective only if, among other Scheme Conditions, the Scheme is approved at the Court Meeting.

The Company and the Offeror would like to update the Shareholders and potential investors that the Grand Court had granted an order on ex-parte summons (the “**Order**”) on 13 October 2023 (Cayman Islands time). Pursuant to the Order, the Company has obtained directions from the Grand Court for, among other things, the convening of the Court Meeting on or around 20 November 2023 for the purpose of considering and, if thought fit, approving the Scheme. A detailed expected timetable for the Proposal and the Scheme will be set out in the Scheme Document to be jointly issued by the Offeror and the Company.

The Company and the Offeror are in the course of finalizing the information to be included in the Scheme Document. It is expected that the Scheme Document will be despatched on 27 October 2023.

Further announcement(s) will be made by the Company and/or the Offeror in accordance with the Listing Rules and the Takeovers Code (as the case may be) on the status and progress in connection with the Proposal and the Scheme as and when appropriate.

**WARNING: THE PROPOSAL AND THE SCHEME ARE CONDITIONAL UPON THE SATISFACTION OR (WHERE APPLICABLE) WAIVER OF CONDITIONS. ACCORDINGLY, THE PROPOSAL MAY OR MAY NOT BE IMPLEMENTED, AND THE SCHEME MAY OR MAY NOT BECOME EFFECTIVE. SHAREHOLDERS AND POTENTIAL INVESTORS OF THE COMPANY SHOULD THEREFORE EXERCISE CAUTION WHEN DEALING IN THE SECURITIES OF THE COMPANY. PERSONS WHO ARE IN DOUBT AS TO THE ACTION THEY SHOULD TAKE SHOULD CONSULT THEIR LICENSED SECURITIES DEALERS OR REGISTERED INSTITUTIONS IN SECURITIES, BANK MANAGERS, SOLICITORS, PROFESSIONAL ACCOUNTANTS OR OTHER PROFESSIONAL ADVISERS.**

By Order of the Board of  
**Atlas Keen Limited**  
**Chiu Tao**  
*Director*

By Order of the Board of  
**CST Group Limited**  
**Li Man Ting**  
*Company Secretary*

Hong Kong, 19 October 2023

*As at the date of this joint announcement, the Board comprises (i) Mr. Chiu Tao (Chairman), Mr. Han Xuyang, Mr. Hui Richard Rui and Mr. Kwan Kam Hung, Jimmy as executive directors of the Company; and (ii) Mr. Yu Pan, Ms. Ma Yin Fan and Mr. Leung Hoi Ying as independent non-executive directors of the Company.*

*The directors of the Company jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than information relating to the Offeror, Mr. Chiu, and the Offeror Concert Parties) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than the opinions expressed by Mr. Chiu (in his capacity as the sole director of the Offeror), and the Offeror Concert Parties) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.*

*As at the date of this joint announcement, Mr. Chiu is the sole director of the Offeror. The sole director of the Offeror accepts full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the Group), and confirms, having made all reasonable enquires, that to the best of his knowledge, opinions expressed in this joint announcement (other than the opinions expressed by the Directors (in their capacity as the Directors) other than Mr. Chiu) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement contained in this joint announcement misleading.*