

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



ORIENT VICTORY CHINA HOLDINGS LIMITED

東勝中國控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 265)

EXTENSION OF LONG STOP DATE IN RELATION TO VERY SUBSTANTIAL ACQUISITION

Financial Adviser



Reference is made to the announcements of Orient Victory China Holdings Limited (the “**Company**”) dated 9 April 2015, 12 June 2015 and 30 June 2015 (together, the “**Announcements**”) and the circular of the Company dated 21 August 2015 in relation to, among others, the Acquisition (the “**Circular**”). Capitalised terms used herein shall have the same meanings as those defined in the Announcements and the Circular unless the context requires otherwise.

EXTENSION OF LONG STOP DATE

As disclosed in the Announcements and the Circular, pursuant to the Equity Transfer Agreement, in the event that certain conditions precedent under the Equity Transfer Agreement cannot be fulfilled by the Long Stop Date, i.e. 23 August 2015, any parties thereto shall be entitled to terminate the Equity Transfer Agreement and the relevant party shall not have any liabilities therefor and the Deposit shall be returned to the Purchaser.

Furthermore, pursuant to the Equity Transfer Agreement, the Acquisition Completion shall take place upon the completion of the registration at the AIC, which shall not be later than the Long Stop Date.

REASONS FOR THE EXTENSION OF THE LONG STOP DATE

In view that additional time is required for the fulfillment of the conditions precedent to the Equity Transfer Agreement and completion of the registration at the AIC, the parties to the Equity Transfer Agreement entered into a supplemental agreement to the Equity Transfer Agreement on 22 August 2015, pursuant to which the parties agreed to extend the Long Stop Date to 16 October 2015.

Save and except for the above extension of the Long Stop Date, all other terms and provisions of the Equity Transfer Agreement shall remain unchanged and in full force and effect.

By Order of the Board
Orient Victory China Holdings Limited
Shi Baodong
Chairman and Executive Director

Hong Kong, 23 August 2015

As at the date of this announcement, the Board of the Company comprises three executive Directors, being Mr. Shi Baodong, Mr. Wang Jianhua and Ms. Xu Yongmei, one non-executive Director, being Mr. Li Yankuan, and three independent non-executive Directors, being Mr. Dong Xiaojie, Mr. He Qi and Mr. Law Wang Chak, Waltery.