

CHINA YONGSHENG LIMITED
(Company Registration No: 197302032R)

ANNOUNCEMENT IN RELATION TO THE VOLUNTARY CONDITIONAL CASH OFFER BY CIMB BANK BERHAD, SINGAPORE BRANCH FOR AND ON BEHALF OF TORRINGTON PLACE PTE. LTD.

- WAIVER OF RULE 705(2) OF THE LISTING MANUAL – SECTION B: RULES OF CATALIST OF THE SGX-ST (THE “CATALIST RULES”)

1. INTRODUCTION

The board of directors (the “**Board**”) of China Yongsheng Limited (the “**Company**”) refers to the:

- (i) voluntary conditional cash offer (the “**Offer**”) by CIMB, for and on behalf of Torrington Place Pte. Ltd. (the “**Offeror**”), for all the issued and paid-up ordinary shares (the “**Shares**”) in the capital of the Company, announced on 24 February 2016, which has been declared unconditional in all respects on 22 April 2016;
- (ii) offeree circular dated 28 March 2016 (the “**Offeree Circular**”) issued by the Company in connection with the Offer;
- (iii) announcement made on 4 May 2016 by CIMB, for and on behalf of the Offeror, in relation to the level of acceptances of the Offer (the “**Acceptance Level Announcement**”); and
- (iv) announcement made on 5 May 2016 by the Company in relation to SGX-ST’s public float requirement (the “**Public Float Announcement**”).

All capitalised terms used and not defined herein shall have the same meanings given to them in the Offeree Circular.

2. APPLICATION FOR WAIVER OF RULE 705(2) OF THE CATALIST RULES

The Company had on 5 May 2016 made an application (the “**Application**”) through its sponsor, Provenance Capital Pte Ltd (the “**Sponsor**”), to the SGX-ST for a waiver from the requirements of Rule 705(2) of the Listing Manual (the “**Waiver**”).

Pursuant to Rule 705(2) of the Catalist Rules, the first quarter financial statements of the Company ended on 31 March 2016 (the “**Q1 Financial Statements**”) is due to be announced by the Company immediately after the figures are available, but in any event not later than 45 days after 31 March 2016. Based on Rule 705(2) of the Catalist Rules, the Company is required to release its announcement in respect of its Q1 Financial Statements by 15 May 2016.

The Company made the Application for the following reasons:

- (i) the Company’s resources had been tied up in preparing the Offeree Circular and this had the knock-on effect of delaying the closing of its accounts for the period ended 31 March 2016;
- (ii) as set out in the Acceptance Level Announcement, the percentage shareholding of the Offeror had exceeded 90.0% before the close of the Offer and the Offeror has further announced that it is entitled to, and will in due course, exercise its right under

Section 215(1) of the Companies Act to compulsorily acquire all the remaining Shares and to delist the Company from the SGX-ST;

- (iii) the release of the Q1 Financial Statements will not be of material benefit to the minority shareholders of the Company and accordingly, the minority shareholders will not be prejudiced by the non-release of the Q1 Financial Statements; and
- (iv) the release of the Q1 Financial Statements will incur unnecessary compliance costs for the Company.

3. SGX-ST'S DECISION

The Company wishes to announce that the SGX-ST has on 11 May 2016 advised the Sponsor that it has no objection to granting the Waiver, subject to the Company making an immediate announcement via SGXNET on the following:

- (a) the Waiver granted, disclosing the reasons for seeking the Waiver; and
- (b) confirmation from the Company that it is not aware of any other material information (including but not limited to financial information) with respect to the Group that may have a material bearing on investors' decisions which was not formally disclosed to the investors.

In this regard, the Company confirms that it is not aware of any other material information (including but not limited to financial information) with respect to the Group that may have a material bearing on investors' decisions which was not formally disclosed to the investors.

The conditions set out in sub-paragraphs (a) and (b) above have been satisfied with the release of this announcement.

As such, the Company will not be announcing its financial statements for the financial period ended 31 March 2016.

4. RESPONSIBILITY STATEMENT

The Directors of the Company (including those who have delegated detailed supervision of this announcement) have taken all reasonable care to ensure that the facts stated in this announcement are fair and accurate and that no material facts have been omitted from this announcement, and they jointly and severally accept responsibility accordingly. Where any information has been extracted or reproduced from published or otherwise publicly available sources (including, without limitation, the announcements made by CIMB, for and on behalf of the Offeror), the sole responsibility of the Directors of the Company has been to ensure that such information has been accurately and correctly extracted from such sources and/or reproduced in this announcement in its proper form and context.

By Order of the Board of
China Yongsheng Limited

Tan Swee Gek
Company Secretary
11 May 2016

This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, Provenance Capital Pte. Ltd. (the "Sponsor"), for compliance with the Singapore

Exchange Securities Trading Limited (the "SGX-ST") Listing Manual Section B: Rules of Catalist. The Sponsor has not verified the contents of this announcement.

This announcement has not been examined or approved by the SGX-ST. The Sponsor and the SGX-ST assume no responsibility for the contents of this announcement, including the accuracy, completeness or correctness of any of the information, statements or opinions made or reports contained in this announcement.

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