CHINA FLEXIBLE PACKAGING HOLDINGS LIMITED
(Incorporated in Bermuda)
(Company Registration No. 33843)

VOLUNTARY UNCONDITIONAL CASH OFFER TO ACQUIRE ALL THE ISSUED AND PAID UP ORDINARY SHARES IN THE CAPITAL OF CHINA FLEXIBLE PACKAGING HOLDINGS LIMITED

CLOSE OF OFFER AND SUSPENSION DATE

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1. INTRODUCTION

The Board of Directors (the "**Board**") of China Flexible Packaging Holdings Limited (the "**Company**") refers to the announcement dated 21 August 2017 (the "**Close of Offer Announcement**") by Tata Capital Markets Pte. Ltd. ("**TCMPL**"), for and on behalf of Harmony Gowell Company Limited (the "**Offeror**"), in relation to, *inter alia*, the close of the voluntary unconditional cash offer by TCMPL, for and on behalf of the Offeror, to acquire all the issued and paid-up ordinary shares of the Company, with a par value of US$0.01 each in the capital of the Company (the "**Shares**") other than those Shares owned or controlled, directly or indirectly, by the Offeror as at the date of the Offer and the offer (the "**Warrants Offer**") by TCMPL, for and on behalf of the Offeror, for the outstanding warrants issued by the Company (the "**Warrants**").

2. CLOSE OF THE OFFER AND THE WARRANTS OFFER

As stated in the Close of Offer Announcement, the Offer and the Warrants Offer have closed as of 5.30 p.m. on 21 August 2017 (the "**Final Closing Date**"). **Accordingly, the Offer and the Warrants Offer are no longer open for acceptance and any acceptances received thereafter will be rejected.**

3. LISTING STATUS AND SUSPENSION OF TRADING

TCMPL, for and on behalf of the Offeror, has stated in the Close of Offer Announcement, *inter alia*, that as at the Final Closing Date:

(a) the Offeror has received pursuant to the Offer valid acceptances in respect of an aggregate of 15,694,746 Shares, representing approximately 97.21 per cent. of the Shares in issue as at 21 August 2017[1] and approximately 97.07 per cent. of the maximum potential issued share capital of the Company as at 21 August 2017[2] ("**Maximum Potential Issued Share Capital**");

(b) the Offeror has received pursuant to the Warrants Offer valid acceptances in respect of an aggregate of 1,674,017 Warrants, representing approximately 98.70 per cent. of the Warrants in issue as at 21 August 2017; and

(c) the Offeror and parties acting in concert with the Offeror owned, controlled or had agreed to acquire (including through valid acceptances received pursuant to the Offer and the Warrants Offer) an aggregate of 15,694,746 Shares and 1,674,017 Warrants,

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[1] Based on 16,145,647 Shares in issue as at 21 August 2017.
[2] For the purposes of the Offer, the "maximum potential issued share capital" of the Company means the total number of Shares which would then be in issue if all the Warrants (other than those owned, controlled or agreed to be acquired by the Offeror and parties acting in concert with it) were validly exercised as at the date of the relevant declaration. The maximum potential issued share capital of the Company as at the date hereof is US$161,676.60 divided into 16,167,660 Shares.

representing approximately 97.21 per cent. of the Shares (or 97.07 per cent. of the Maximum Potential Issued Share Capital) and 98.70 per cent. of the Warrants in issue as at 21 August 2017 respectively.

As announced by the Company on 28 July 2017, as the Offeror now owns, controls or has agreed to acquire more than 90 per cent. of the Shares in issue, the Company no longer meets the minimum public float requirement under the Listing Manual (the "**Listing Manual**") of the Singapore Exchange Securities Trading Limited ("**SGX-ST**"). Accordingly, the Company wishes to announce that the trading of Shares and Warrants on the SGX-ST will be suspended with effect from 9.00 a.m. on 22 August 2017, pursuant to Rules 724, 1105 and 1303(1) of the Listing Manual.

4. DIRECTORS' 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 and the opinions expressed in this announcement (other than those relating to the Offeror) are fair and accurate, and that there are no material facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

Where any information has been extracted or reproduced from published or otherwise publicly available sources or obtained from the Offeror (including, without limitation, the Close of Offer Announcement), the sole responsibility of the Directors of the Company has been to ensure through reasonable enquiries that such information has been accurately and correctly extracted from such sources or, as the case may be, accurately reflected or reproduced in this announcement.

The Directors of the Company jointly and severally accept full responsibility accordingly.

BY ORDER OF THE BOARD
CHINA FLEXIBLE PACKAGING HOLDINGS LIMITED
Professor Ling Chung Yee Roy
Lead Independent Director

21 August 2017