

EXIT OFFER

in connection with

THE DIRECTED DELISTING OF CHINA HONGCHENG HOLDINGS LIMITED FROM THE OFFICIAL LIST OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED

by

CAPITAL VANTAGE PTE LIMITED

(Incorporated in Hong Kong)
(Company Number: 2356137)

to acquire all the issued ordinary shares with a par value of HK\$0.30 each in the capital of

CHINA HONGCHENG HOLDINGS LIMITED

(Incorporated in Bermuda)
(Company Registration Number: 39504)

CLOSE OF EXIT OFFER

1. INTRODUCTION

Capital Vantage Pte Limited (the “**Offeror**”) refers to the joint announcement released by China Hongcheng Holdings Limited (the “**Company**”) and the Offeror on 15 July 2016 (the “**Joint Announcement Date**”) and the exit offer letter dated 8 August 2016 (the “**Exit Offer Letter**”) despatched to the shareholders (“**Shareholders**”) of China Hongcheng Holdings Limited (the “**Company**”) in relation to the exit offer (the “**Exit Offer**”) in cash by the Offeror to acquire all the issued ordinary shares with a par value of HK\$0.30 each in the capital of the Company (“**Shares**”) ¹ held by all the Shareholders (“**Offer Shares**”) pursuant to Rule 1306 read with Rule 1309 of the Listing Manual of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) in connection with the notification issued by the SGX-ST and received by the Company on 2 September 2015 informing it that the SGX-ST will proceed to delist the Company pursuant to Rule 1315 of the Listing Manual of the SGX-ST.

All capitalised terms used and not defined herein shall have the same meanings given to them in the Exit Offer Letter, unless otherwise expressly stated or the context otherwise requires.

2. CLOSE OF EXIT OFFER

The Offeror wishes to announce that the Exit Offer has closed at 5.30 p.m. (Singapore time) on 9 September 2016. **Accordingly, the Exit Offer is no longer open for acceptances and any acceptances received after 5.30 p.m. (Singapore time) on 9 September 2016 will be rejected.**

¹ In this announcement, unless otherwise stated, all references to the total number of issued and paid-up Shares shall be to 268,000,000 Shares.

3. THE FINAL LEVEL OF ACCEPTANCES OF THE EXIT OFFER

The Offeror wishes to announce that:

- (a) **Acceptances of the Exit Offer.** As at 5.30 p.m. (Singapore time) on 9 September 2016, the Offeror has received valid acceptances amounting to 244,600,500 Offer Shares, representing approximately 91.27% of the total number of issued and paid-up Shares, including acceptances received from the parties acting in concert or presumed to be acting in concert with the Offeror, amounting in aggregate to 134,080,000 Offer Shares, and representing approximately 50.03% of the total number of issued and paid-up Shares.
- (b) **Shares held before the Joint Announcement Date.** Prior to the Joint Announcement Date, the Offeror did not hold any Shares. The number of Offer Shares held by parties acting in concert or presumed to be acting in concert with the Offeror before the Joint Announcement Date amounts to an aggregate of 134,080,000 Offer Shares, representing approximately 50.03% of the total number of issued and paid-up Shares.
- (c) **Offer Shares acquired or agreed to be acquired after the Joint Announcement Date and up to 5.30 p.m. (Singapore time) on 9 September 2016 (other than pursuant to valid acceptances of the Exit Offer).** Following the Joint Announcement Date and up to 5.30 p.m. (Singapore time) on 9 September 2016, the Offeror and parties acting in concert or presumed to be acting in concert with it have not acquired or agreed to acquire any Offer Shares (other than pursuant to valid acceptances of the Exit Offer).

Accordingly, as at 5.30 p.m. (Singapore time) on 9 September 2016, the total number of (i) Offer Shares owned, controlled or agreed to be acquired by the Offeror and parties acting in concert with it and (ii) valid acceptances to the Exit Offer, amount to an aggregate of 244,600,500 Offer Shares, representing approximately 91.27% of the total number of issued and paid-up Shares.

4. RESPONSIBILITY STATEMENT

The sole director of the Offeror ("**Offeror Director**") has taken all reasonable care to ensure that the facts stated and all opinions expressed in this announcement are fair and accurate and confirms, having made all reasonable inquiries, that to the best of his knowledge, opinions (if any) expressed in this announcement have been arrived at after due and careful consideration and that no material facts have been omitted from this announcement, the omission of which would make any statement in this announcement misleading. Where any information in this announcement has been extracted or reproduced from published or otherwise publicly available sources or obtained from the Company, the sole responsibility of the Offeror Director has been to ensure 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 Offeror Director accepts full responsibility accordingly.

BY ORDER OF THE BOARD
CAPITAL VANTAGE PTE LIMITED

Liu Ming
Director

9 September 2016