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CREDIT CHINA HOLDINGS LIMITED
中國信貸控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8207)

VOLUNTARY ANNOUNCEMENT
MEMORANDUM OF UNDERSTANDING IN RELATION TO A
POSSIBLE STRATEGIC INVESTMENT

The Board is pleased to announce that on 6 January 2016, the Company entered into a non-legally binding MOU in relation to the Possible Investment in the Target.

As the Possible Investment may or may not materialise, shareholders and investors are reminded to exercise caution when dealing in the securities of the Company.

This announcement is a voluntary disclosure made by Credit China Holdings Limited (the “**Company**”).

The board of directors (the “**Board**”) of the Company is pleased to announce that on 6 January 2016, the Company entered into a non-legally binding memorandum of understanding (the “**MOU**”) with 深圳起源天下科技有限公司 (Shenzhen Qiyuan Tianxia Technology Company Limited*) (the “**Target**”) and its existing shareholders (the “**Vendors**”) in relation to a possible investment by the Company (or its subsidiary) in the Target (the “**Possible Investment**”).

Pursuant to the MOU, the Company (or its subsidiary) may acquire not less than 48.5% of the equity interest in the Target, with the consideration to be settled in cash or through the issue of consideration shares in the Company or a combination thereof.

As disclosed in the Company’s announcement dated 17 December 2015, the Company intends through a newly-established fully-owned investment vehicle to identify and make strategic investments in best-of-breed Internet companies that could have synergistic benefit to growing our user base and expanding our products and services in our online third-party payment platform.

Based on the information provided by the Vendors, the Target is principally engaged in the research and development, operation, and distribution of computer and mobile games and production of media content.

The Possible Investment, if it materialises, may or may not constitute a notifiable transaction for the Company under the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”). The Company will comply with applicable disclosure and shareholder approval requirements under the GEM Listing Rules as and when appropriate.

As the Possible Investment may or may not materialise, shareholders and investors are reminded to exercise caution when dealing in the securities of the Company.

By order of the Board
Credit China Holdings Limited
Li Mingshan
Chairman

6 January 2016

As at the date of this announcement, the directors of the Company (the “**Directors**”) are as follows:

Executive Directors:

Mr. Phang Yew Kiat (*Vice-Chairman and Chief Executive Officer*)
Mr. Chng Swee Ho
Mr. Sheng Jia

Non-executive Directors:

Mr. Li Mingshan (*Chairman*)
Mr. Li Gang
Mr. Wong Sai Hung
Mr. Zhang Zhenxin
Ms. Zhou Youmeng

Independent Non-executive Directors:

Mr. Ge Ming
Dr. Ou Minggang
Mr. Wang Wei
Dr. Yin Zhongli

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Company Announcements” page of the GEM website (www.hkgem.com) for at least 7 days from the date of its publication and on the website of the Company (www.creditchina.hk).

* *For identification purpose only*