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**KONG SUN HOLDINGS LIMITED**

**江山控股有限公司**

*(Incorporated in Hong Kong with limited liability)*

**(Stock Code: 295)**

### **INSIDE INFORMATION**

## **MEMORANDUM OF UNDERSTANDING FOR PROPOSED ACQUISITION**

This announcement is made by Kong Sun Holdings Company (the “**Company**”) pursuant to the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong) and Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

On 22 April 2014, the Company entered into a non-binding memorandum of understanding with the sellers, which comprise five individuals and a company (collectively referred to as the “**Sellers**”) who are independent of and not connected with the Company and its connected persons, and the Target Company (as defined below), pursuant to which the Company agreed to acquire from the Sellers all the equity interests in the Target Company (the “**Proposed Acquisition**”).

The Target Company, 埃菲生(玉門)太陽能發電有限責任公司 (Aifeisheng (Yumen) Solar Power Co., Ltd.\*) (the “**Target Company**”), is a project company which owns the development rights to a 30 mega-watts photovoltaic power station in Gansu, a northwest province in the People’s Republic of China. The Proposed Acquisition is subject to due diligence and finalisation of the terms of the Proposed Acquisition. The Proposed Acquisition, if materialise, may constitute a notifiable transaction for the Company under Chapter 14 of the Listing Rules. As at the date of this announcement, none of the terms of the Proposed Acquisition, including consideration, have been finalised. The Company will comply with the relevant requirements of the Listing Rules when a binding agreement in relation to the Proposed Acquisition is entered into.

As stated in the 2013 annual report of the Company, the Company is looking for new investment and business opportunities. As photovoltaic power station is environmental friendly and is a sector encouraged by the central government, the Company is of the view that investment in this sector will present a good opportunity for the Company’s long-term development.

**As the Proposed Acquisition 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  
**Kong Sun Holdings Limited**  
**Mr. Yu Pak Yun, Peter**  
*Chairman*

Hong Kong, 22 April 2014

*As of the date of this announcement, the Board comprises three executive directors, Mr. Yu Pak Yan, Peter, Mr. Chang Hoi Nam and Mr. Liu Wen Ping and three independent non-executive directors, Mr. Lau Man Tak, Mr. Man Kwok Leung and Dr. Wong Yun Kuen.*

*\* For identification purpose*