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Balance Life

**OTO Holdings Limited**

**豪特保健控股有限公司**

*(incorporated in the Cayman Islands with limited liability)*

**(Stock code: 6880)**

**MONTHLY PROGRESS UPDATE ON THE POSSIBLE ACQUISITION  
PURSUANT TO RULE 3.7 OF THE TAKEOVERS CODE**

This announcement is made by OTO Holdings Limited (the “**Company**”) pursuant to Rule 3.7 of The Codes on Takeovers and Mergers and Share Buy-backs (the “**Takeovers Code**”).

Reference is made to the announcements of the Company dated 11 June 2014, 10 July 2014, 8 August 2014 and 26 September 2014 in relation to the negotiation among the controlling shareholders of the Company and some potential investors on the possible acquisition of their shareholding interest in the Company and the announcements of the Company dated 28 August 2014 and 21 October 2014 in relation to the MOU entered into between the Selling Shareholders and the Potential Purchaser in respect of the Possible Acquisition (the “**Announcements**”). Unless otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the Announcements.

The board of directors of the Company wishes to update its shareholders and potential investors that as at the date of this announcement, (i) the Potential Purchaser, through its professional advisers, completed its due diligence work for the Possible Acquisition; (ii) the Selling Shareholders and the Potential Purchaser are in the process of negotiating the terms and conditions in respect of the Possible Acquisition; and (iii) other than the MOU, no formal or legally binding agreement has been entered into between the Selling Shareholders and any other parties in respect of the Possible Acquisition.

Further announcement(s) setting out the progress of the Possible Acquisition will be made as and when necessary in accordance with the Listing Rules and the Takeovers Code and on a monthly basis until an announcement of a firm intention to make an offer under Rule 3.5 of the Takeovers Code or of a decision not to proceed with the Possible Acquisition is made.

**Shareholders and potential investors of the Company shall be aware that there is no assurance that any transaction mentioned in this announcement will materialise or eventually be consummated and which may or may not lead to a general offer. Shareholders and potential investors of the Company are urged to exercise extreme caution when dealing in the Shares and if in any doubt as to any aspect of this announcement or as to the action to be taken, they should consult their professional adviser(s).**

By order of the Board  
**OTO Holdings Limited**  
**Yip Chee Seng**  
*Chairman*

Hong Kong, 21 November 2014

*As at the date of this announcement, the Board comprises four executive Directors, namely Mr. Yip Chee Seng, Mr. Yip Chee Lai, Charlie, Mr. Yip Chee Way, David and Mr. Yep Gee Kuarn; and three independent non-executive Directors, namely Mr. Chan Yip Keung, Mr. Chung Kin Fai and Ms. Lo Yee Hang.*

*The directors of the Company jointly and severally accept full responsibility for accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.*