

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

This announcement appears for information purposes only and does not constitute an invitation or offer to acquire, purchase, or subscribe for the securities of the Company.



CHINA SEVEN STAR HOLDINGS LIMITED

中國七星控股有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 245)

**INSIDE INFORMATION AND CLARIFICATION
AND
RESUMPTION OF TRADING**

This announcement is made pursuant to Part XIVA of the Securities and Futures Ordinance and Rule 13.09(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

Reference is made to the circular of China Seven Star Holdings Limited (the “**Company**”) dated 26 October 2015 in relation to, among other things, the Share Subscription and the Whitewash Waiver (“**Circular**”). Unless otherwise defined herein, capitalised terms and expressions in this announcement shall have the same meanings used in the Circular.

The Company has become aware of the recent newspaper articles (the “**Articles**”) pursuant to which Mr. Xu, one of the Other Investor of the Share Subscription, is reported to be under investigation for suspected insider trading by Chinese authorities.

The Company has tried to contact Mr. Xu who is also the general partner of WIC LP, another Other Investor of the Share Subscription, but has not been successful. The Company is liaising closely with CMI (which will be interested in approximately 70.8% of the enlarged share capital of the Company upon Closing) in relation to this development. The Company wishes to announce that CMI, D. E. Shaw Composite and Union Sky (together will be interested in approximately 81.58% of the enlarged share capital of the Company upon Closing) have confirmed with the Company that they remain fully committed with the future of Company and this development does not alter their intention to proceed with completion of the Share Subscription upon satisfaction of all outstanding conditions precedent.

The Company would also like to remind investors that, under the Subscription Agreement, in the unfortunate event that any investor (the “**Defaulting Investor**”) fails to complete the Share Subscription, the other non-defaulting investors (the “**Continuing Investors**”) shall have the right to, amongst others, continue to complete the subscription of the Subscription Shares for which they have agreed to subscribe under the Subscription Agreement and, as a further right and only if so elected, to also subscribe for the Subscription Shares (whether in full or in part) not subscribed for by the Defaulting Investor. The Company will also continue to work closely with CMI and the Other Investors towards completion of the Share Subscription.

The Company will make further announcement as and when time is appropriate.

At the request of the Company, trading in the Shares on the Stock Exchange was halted from 9:00 a.m. on 2 November 2015 pending the release of this announcement. An application has been made by the Company to the Stock Exchange for the resumption of trading in the Shares on the Stock Exchange with effect from 9:00 a.m. on 3 November 2015.

Shareholders and potential investors of the Company should also be aware that completion of the Share Subscription is subject to certain conditions precedent being satisfied or waived, and consequently the Share Subscription may or may not proceed. Accordingly, Shareholders and potential investors of the Company are reminded to exercise caution when dealing in the securities of the Company.

By Order of the Board
China Seven Star Holdings Limited
Ni Xinguang
Chairman and Executive Director

Hong Kong, 2 November 2015

As at the date of this announcement, the Board comprises (1) Mr. Ni Xinguang and Ms. Chen Xiaoyan as executive Directors; (2) Mr. Tu Baogui as non-executive Director; and (3) Mr. Lyu Wei, Mr. Wong Chak Keung and Mr. Ling Yu Zhang as independent non-executive Directors.

This announcement is made by the order of the Board. The Directors jointly and severally accept full responsibility for the accuracy of information contained in this announcement and confirm, having made all reasonable inquiries, 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.