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ADDCHANCE HOLDINGS LIMITED

互益集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3344)

LAPSE OF PLACING AGREEMENT

Reference is made to the announcement of Addchance Holdings Limited (the “**Company**”) dated 5 January 2016 (the “**Announcement**”) and the circular of the Company dated 11 March 2016 (the “**Circular**”) in relation to, among other things, the Placing under the Placing Mandate. Unless otherwise stated herein, capitalised terms used herein shall have the same meanings as those defined in the Circular.

Pursuant to the Placing Agreement (as supplemented by the Supplemental Placing Agreement), in the event that any of the conditions precedent of the Placing Agreement (the “**Conditions Precedent**”) is not satisfied by the day falling on the 30th day from the date of the EGM or any adjournment thereof (or if such date is not a Business Day, the next Business Day immediately thereafter) (i.e. 29 April 2016), the obligations and liabilities of the Company and the Placing Agent under the Placing Agreement shall be null and void and the Company and the Placing Agent shall be released from all rights and obligations thereunder, and neither party shall have any right to damages for any costs and expenses that it may have incurred in connection with or arising out of the Placing Agreement save for any antecedent breach hereof. As not all of the Conditions Precedent were fulfilled on 29 April 2016, the Placing Agreement has lapsed according to its terms.

The Company will continue to explore other financial methods, including but not limited to re-negotiating for other placing exercise, to meet the funding requirement of the Group.

By order of the Board
Addchance Holdings Limited
Lo Ping
Executive Director

Hong Kong, 29 April 2016

As at the date of this announcement, the Board comprises (i) Mr. Sung Kim Ping, Mr. Wong Chiu Hong, Mr. Tsang Fai, Mr. Lo Ping, Mr. Yeung Choi Yee and Mr. Zheng Jun as executive Directors; (ii) Mr. Chui Chi Yun, Robert and Mr. Wu Kehao as non-executive Directors; and (iii) Ms. Huang Yunjie, Mr. Chan Shu Kin, Dr. Tse Kwok Sang and Mr. Chiu Wai Piu as independent non-executive Directors.