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ORIENT VICTORY CHINA HOLDINGS LIMITED

東勝中國控股有限公司

(Incorporated in Cayman Islands with limited liability)

(Stock Code: 265)

VOLUNTARY ANNOUNCEMENT COMPLETION OF ACQUISITION OF ENTIRE ISSUED SHARE CAPITAL OF HANLI INVESTMENTS LIMITED

This is an announcement made by Orient Victory China Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) on a voluntary basis to keep its shareholders and potential investors informed of the latest business development of the Company.

ACQUISITION

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that, on 14 January 2016, Triple King International Limited (the “**Purchaser**”), an indirect wholly-owned subsidiary of the Company, and two sellers (the “**Sellers**”) entered into a share purchase agreement (the “**SPA**”), pursuant to which the Purchaser conditionally agreed to purchase, and the Sellers conditionally agreed to sell, the entire issued share capital of Hanli Investments Limited (the “**Target Company**”), which directly holds the entire issued capital of Afanti Asset Management Limited (“**Afanti**”) and MAAM Limited (“**MAAM**”) (collectively, the “**Target Group**”) (the “**Acquisition**”).

INFORMATION ON THE TARGET GROUP

The Target Company is a company incorporated in the British Virgin Islands and is an investment holding company. Afanti, a company incorporated in Hong Kong with limited liability, is a licensed corporation to carry out Type 4 (Advising on Securities) and Type 9 (Asset Management) regulated activities under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). MAAM is an exempted company duly incorporated in the Cayman Islands and is an investment holding company.

To the best of the Directors’ knowledge, information and belief, having made all reasonable enquiries, the Sellers and their respective ultimate beneficial owners (where applicable) are third parties independent of the Company and its connected persons (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

COMPLETION

The Board is pleased to announce that all the conditions precedent to the SPA have been fulfilled (or waived, as the case may be) and completion of the Acquisition took place on 29 July 2016.

Following completion of the Acquisition, the Target Company has become an indirect wholly-owned subsidiary of the Company and the financial results of the Target Group will be consolidated into the Group's consolidated financial statements.

REASONS FOR AND BENEFITS OF THE ACQUISITION AND ADDITIONAL PRINCIPAL BUSINESS ACTIVITY

The Group is principally engaged in sale of air tickets and other travel related services, trading and retail of jewellery products, and other investment holding business. The Directors believe that the Acquisition can diversify the principal business activities of the Group and therefore maximize returns to shareholders of the Company, marking the beginning of the Group's initial step into the business of financial services in Hong Kong, being a new business segment to the Group. Therefore, the Group is expanding its scope of principal business activities to encompass provision of financial services. The Group is expected to be benefited from diversifying its revenue stream from its new business segment, which is expected to increase its shareholders' value and benefit to the Company and its shareholders as a whole.

IMPLICATIONS UNDER THE LISTING RULES

As each of the applicable percentage ratios under Rule 14.07 of the Listing Rules in respect of the Acquisition is below 5%, the entering into of the SPA does not constitute a notifiable transaction for the Company under Chapter 14 of the Listing Rules.

By order of the Board
Orient Victory China Holdings Limited
Shi Baodong
Chairman and Executive Director

Hong Kong, 29 July 2016

As at the date of this announcement, the Board of the Company comprises three executive Directors, being Mr. Shi Baodong, Mr. Wang Jianhua and Ms. Xu Yongmei, one non-executive Director, being Mr. Li Yankuan, and three independent non-executive Directors, being Mr. Dong Xiaojie, Mr. He Qi and Mr. Law Wang Chak, Waltery