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SHANGHAI MIN

Xiao Nan Guo Restaurants Holdings Limited

小南國餐飲控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3666)

**CONTINUING CONNECTED TRANSACTION
PROCUREMENT FRAMEWORK AGREEMENT**

FURTHER DELAY IN DESPATCH OF CIRCULAR

Reference is made to the announcement of Xiao Nan Guo Restaurants Holdings Limited (the “**Company**”) dated 22 July 2016 in relation to the Procurement Framework Agreement and the transactions contemplated thereunder which constitute continuing connected transaction of the Company and the announcements of the Company dated 5 August 2016 and 31 August 2016 in relation to the delay in despatch of the Circular (collectively, the “**Announcements**”). Unless otherwise defined, capitalised terms used herein have the same meanings as those defined in the Announcements.

As stated in the announcement of the Company dated 31 August 2016, the Circular containing, among other things, (i) further details about the Procurement Framework Agreement and the transactions contemplated thereunder; (ii) the recommendations from the Independent Board Committee in relation to the Procurement Framework Agreement and the transactions contemplated thereunder; (iii) a letter of advice from the independent financial advisor to the Independent Board Committee and the Independent Shareholders in relation to the Procurement Framework Agreement and the transactions contemplated thereunder; and (iv) a notice convening the EGM, was expected to be despatched to the Shareholders on or before 30 September 2016.

As additional time is required to prepare and finalise certain information to be included in the Circular, the date of despatch of the Circular will be postponed to a date on or before 31 October 2016.

By Order of the Board
Xiao Nan Guo Restaurants Holdings Limited
WANG Huimin
Chairlady

Shanghai, the People's Republic of China, 30 September 2016

As at the date of this announcement, the executive directors of the Company are Ms. WANG Huimin, Ms. WU Wen and Ms. ZHU Xiaoxia; the non-executive directors of the Company are Ms. WANG Huili, Mr. WENG Xiangwei and Mr. WANG Hairong; and the independent non-executive directors of the Company are Dr. WU Chun Wah, Mr. LUI Wai Ming and Mr. LIN Lijun.