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## JINGRUI HOLDINGS LIMITED

景瑞控股有限公司\*

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

**(Stock Code: 01862)**

### VOLUNTARY ANNOUNCEMENT

#### SUPPLEMENTAL MEMORANDUM OF UNDERSTANDING IN RELATION TO THE PROPOSED ACQUISITION

This is a voluntary announcement made by Jingrui Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”). Reference is made to the announcement made by the Company on 13 February 2017 (the “**Announcement**”) concerning the MOU entered into between Jingrui Properties (Group), a wholly owned subsidiary of the Company (as the purchaser) and HLGE (as the seller) in relation to the Proposed Acquisition. Unless otherwise specified, terms used herein shall have the same meanings as defined in the Announcement.

On 28 February 2017 (after trading hours), Jingrui Properties (Group) entered into the non-legally binding supplemental memorandum of understanding (“**Supplemental MOU**”) with HLGE, pursuant to which the Parties agreed that the Long Stop Date shall be extended from 28 February 2017 to 15 March 2017. It is further acknowledged that the Group will designate Natural Apex Limited (“**Natural Apex**”), a direct wholly owned subsidiary of the Company, to purchase from HLGE all the issued shares in the capital of LKNII, subject to the terms of the Formal Agreement to be executed between Natural Apex and HLGE. Save as disclosed above, all other terms and conditions of the MOU remain unchanged and shall continue in full force and effect.

#### LISTING RULES IMPLICATIONS

The entering into of the Supplemental MOU does not constitute any notifiable transaction of the Company under Chapter 14 of the Listing Rules.

No binding agreement in relation to the Proposed Acquisition has been entered into by the Parties as at the date of this announcement. If the Parties proceed with the Proposed Acquisition, Natural Apex and HLGE will enter into the Formal Agreement in respect of the Proposed Acquisition.

**Shareholders of the Company and/or potential investors should note that the MOU and the Supplemental MOU may or may not lead to the entering into of the Formal Agreement and the Proposed Acquisition may or may not materialize. The Proposed Acquisition, if materialized, may constitute a discloseable transaction of the Company under Chapter 14 of the Listing Rules. Further announcement will be made by the Company in accordance with the Listing Rules as and when appropriate. Shareholders of the Company and potential investors are advised to exercise caution when dealing in the securities of the Company**

By Order of the Board  
**Jingrui Holdings Limited**  
**Yan Hao    Chen Xin Ge**  
*Co-chairmen*

Hong Kong, 28 February 2017

*As at the date of this announcement, the Board of Directors of the Company comprises Yan Hao, Chen Xin Ge, Yang Tie Jun and Xu Chao Hui, as executive Directors; Han Jiong, Qian Shi Zheng and Lo Wing Yan William, as independent non-executive Directors.*

\* *For identification purpose only*