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NOBLE CENTURY INVESTMENT HOLDINGS LIMITED

仁瑞投資控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 2322)

LAPSE OF MEMORANDUM OF UNDERSTANDING IN RESPECT OF THE POSSIBLE ACQUISITION AND/OR THE POSSIBLE SUBSCRIPTION OF 51% EQUITY INTEREST IN ZHONG SUI TRADE LIMITED

Reference is made to (i) the announcement of Noble Century Investment Holdings Limited (the “**Company**”) dated 7 July 2014 in relation to, among other matters, the non-legally binding memorandum of understanding (the “**MOU**”) dated 7 July 2014 in relation to the possible acquisition (the “**Possible Acquisition**”) and/or the possible subscription (the “**Possible Subscription**”) of 51% equity interest in Zhong Sui Trade Limited (the “**Target Company**”) by Noble Century Investments Limited (the “**BVI Company**”), an indirect wholly-owned subsidiary of the Company; (ii) the announcement of the Company dated 7 January 2015 in relation to, among other matters, a supplemental memorandum of understanding (the “**Supplemental MOU**”) dated 7 January 2015; (iii) the announcement of the Company dated 7 July 2015 in relation to, among other matters, the second supplemental memorandum of understanding (the “**Second Supplemental MOU**”) dated 7 July 2015; (iv) the announcement of the Company dated 3 August 2015 in relation to, among others, update on the Possible Acquisition and/or the Possible Subscription; and (v) the announcement of the Company dated 7 January 2016 in relation to, among other matters, the third supplemental memorandum of understanding (the “**Third Supplemental MOU**”) dated 7 January 2016 (collectively, known as the “**Announcements**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

LAPSE OF THE MOU

As disclosed in the Announcements, a refundable deposit (the “**Deposit**”) in the sum of HK\$8,000,000 has been paid by the Company to the Target Company upon the signing of the MOU. Pursuant to the terms of the MOU (as supplemented by the supplemental MOU, the Second Supplemental MOU and the Third Supplemental MOU), in the event that the Formal Agreement in relation to the Possible Acquisition and/or the Possible Subscription is

not entered into on or before 7 July 2016, being the date falling six (6) months from the date of the Third Supplemental MOU, the MOU shall cease and terminate, and the Target Company shall forthwith refund the Deposit (without interest) to the Company in any event as full and final settlement for any claims by the BVI Company against the Target Company, and no claim shall be brought by the BVI Company for specific performance or damages against the Target Company or the Vendor in relation to the MOU (save and except for any antecedent breach of the terms of the MOU).

Up to 7 July 2016, the Formal Agreement has not been entered into and accordingly the MOU has lapsed. As at the date of this announcement, the Deposit has been repaid in full by the Target Company to the Company.

By order of the Board
Noble Century Investment Holdings Limited
Ms. Zheng Juhua
Chairman

Hong Kong, 7 July 2016

As at the date of this announcement, the executive Directors are Ms. Zheng Juhua and Mr. Chan Chi Yuen; the independent non-executive Directors are Mr. Man Kwok Leung, Mr. Yu Pak Yan, Peter and Mr. Chi Chi Hung, Kenneth.