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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)

UPDATE ON THE POSSIBLE ACQUISITION AND/OR THE POSSIBLE SUBSCRIPTION OF EQUITY INTEREST IN ZHONG SUI TRADE LIMITED

Reference is made to the announcements (the “**Announcements**”) of the Company dated 7 July 2014, 7 January 2015 and 7 July 2015 respectively in relation to, among other matters, the possible acquisition and/or the possible subscription of 51% equity interest in Zhong Sui Trade Limited (the “**Target Company**”, together with its subsidiaries, the “**Target Group**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

UPDATE ON THE POSSIBLE ACQUISITION AND/OR THE POSSIBLE SUBSCRIPTION

The Board wishes to update the Shareholders and potential investors that as at the date of this announcement, the due diligence review on the Target Group has been completed. As at the date of this announcement, the Purchaser is considering to acquire (the “**Possible Acquisition**”) and/or to subscribe for (the “**Possible Subscription**”) 70% equity interest in the Target Company instead of 51% thereof and is in the course of finalizing the terms and conditions of the Possible Acquisition and/or the Possible Subscription with the Vendor. As at the date of this announcement, the Purchaser has not yet entered into any formal or legally binding agreements with the Vendor in respect of the Possible Acquisition and/or the Possible Subscription.

The Board would also like to inform the Shareholders and potential investors that subject to the entering into of the formal sale and purchase agreement in relation to the Possible Acquisition and/or the formal subscription agreement in relation to the Possible Subscription (the “**Formal Agreement**”), the Purchaser is currently considering to provide a loan (the “**Loan**”) to the Target Company for the purpose of funding the working capital and future development of the Target Group. For the purpose of financing, among other things, the Possible Acquisition and/or the Possible Subscription and/or the Loan, the Company is also in the course of considering and negotiating with various financial institutions and securities

companies for the possibility of conducting certain fund raising exercise(s). As at the date of this announcement, no concrete plan or proposal has been made nor any written agreement been entered into in respect of any fund raising activity.

GENERAL

If the Formal Agreement is entered into, the Possible Acquisition and/or the Possible Subscription (as the case may be) may constitute a notifiable transaction on the part of the Company pursuant to Chapter 14 of the Listing Rules and/or a connected transaction on the part of the Company pursuant to Chapter 14A of the Listing Rules. In this regard, the Company will comply with the reporting, disclosure and/or Shareholders' approval requirements under the Listing Rules.

The Board wishes to highlight that no binding agreement in relation to the Possible Acquisition and/or the Possible Subscription has been entered into as at the date of this announcement. As such, the Possible Acquisition and/or the Possible Subscription may or may not proceed.

Shareholders and potential investors are urged to exercise caution when dealing in the securities of the Company. Further announcement in respect of the Possible Acquisition and/or the Possible Subscription will be made by the Company in the event any Formal Agreement has been signed.

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

Hong Kong, 3 August 2015

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.