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China AU Group Holdings Limited
中國金豐集團控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8176)

- (1) FURTHER POSTPONEMENT OF BOARD MEETING;**
- (2) FURTHER DELAY IN PUBLICATION OF THE ANNOUNCEMENTS OF THE FIRST QUARTERLY RESULTS; THE INTERIM RESULTS AND THE THIRD QUARTERLY RESULTS;**
- (3) DELAY IN PUBLICATION OF THE ANNOUNCEMENT OF THE ANNUAL RESULTS;**
- (4) FURTHER DELAY IN DESPATCH OF FIRST QUARTERLY REPORT, INTERIM REPORT AND THIRD QUARTERLY REPORT;**
- (5) DELAY IN DESPATCH OF ANNUAL REPORT; AND**
- (6) LEGAL PROCEEDINGS INVOLVING THE GROUP**

The Board wishes to inform the Shareholders that there will be (i) a further delay in the publication of the announcements of the First Quarterly Results, the Interim Results and the Third Quarterly Results and despatch of the First Quarterly Report, the Interim Report and the Third Quarterly Report; and (ii) a delay in the publication of the announcement of the Annual Results and despatch of the Annual Report.

On 16 July 2012, the Board appointed an independent forensic accountant, RSM, to investigate and comment on the reasons of the resignation of the former auditors of the Group and the basis of disclaimer opinions of the current auditors of the Group in relation to the audit of the Group's financial statements for the year ended 30 June 2011. The Forensic Report was issued on 28 September 2012 and the Company has submitted a copy of such report to the Stock Exchange on the even date. Having considered the findings in the Forensic Report, it is expected that additional time is required for the addition works and procedures to finalise the First Quarterly Results, the Interim Results and the Third Quarterly Results. Accordingly, there will be a further delay in the publication of the announcements of the First Quarterly Results, the Interim Results and the Third Quarterly Results and a delay in the publication of the announcement of the Annual Results. It is expected that the announcements of the First Quarterly Results, the Interim Results, the Third Quarterly Results and the Annual Results will be delayed to on or before 30 November 2012.

* For identification purpose only

The Company would like to announce that a writ of summons was issued in the High Court of Hong Kong by BSHK, as the Plaintiff on 25 September 2012 claiming against Mr. Shum Yeung as the Defendant for, inter alia, (i) the repayment of the Outstanding Sum; and (ii) the breach of the Deed of Termination and/or the Repayment Extension Agreements.

Reference is made to the announcements of China AU Group Holdings Limited (the “**Company**”, which together with its subsidiaries, the “**Group**”) dated 2 November 2011, 11 November 2011, 10 January 2012, 13 January 2012, 21 February 2012, 3 May 2012 and 29 June 2012 (the “**Announcements**”) in relation to, among others, the date of the meeting of the Board to be held for the purpose of, among other matters, considering and approving the First Quarterly Results, the Interim Results and the Third Quarterly Results and delay in the publication of the announcements of the First Quarterly Results, the Interim Results and the Third Quarterly Results. Capitalised terms defined in the Announcements shall have the same meanings when used herein unless the context requires otherwise.

FURTHER POSTPONEMENT OF BOARD MEETING

The Board hereby announces that the meeting of the Board originally postponed to be held on or before 28 September 2012 for the purpose of considering and approving, among other matters, the First Quarterly Results, the Interim Results and the Third Quarterly Results will be further postponed to on or before 30 November 2012 and the meeting of the Board for the purpose of considering and approving the annual results for the financial year ended 30 June 2012 (the “**Annual Results**”) will also be postponed to on or before 30 November 2012 for the reason mentioned below.

FURTHER DELAY IN PUBLICATION OF THE ANNOUNCEMENTS OF THE FIRST QUARTERLY RESULTS, THE INTERIM RESULTS AND THE THIRD QUARTERLY RESULTS AND DELAY IN PUBLICATION OF THE ANNOUNCEMENT OF THE ANNUAL RESULTS

Pursuant to Rule 18.79 and Rule 18.78 of the GEM Listing Rules, the Company is required to publish its preliminary announcements of the First Quarterly Results, the Interim Results and the Third Quarterly Results on a date not later than 45 days after the end of such financial period, that is, on or before 14 November 2011, 14 February 2012 and 15 May 2012 respectively.

Pursuant to Rule 18.49 of the GEM Listing Rules, the Company is required to publish its preliminary announcement of the Annual Results on a date not later than 3 months after the end of the financial year, that is, on or before 30 September 2012.

The Board wishes to inform the Shareholders that there will be (i) a further delay in the publication of the announcements of the First Quarterly Results, the Interim Results and the Third Quarterly Results; and (ii) a delay in the publication of the announcement of the Annual Results.

On 16 July 2012, the Board appointed an independent forensic accountant, RSM Nelson Wheeler Corporate Advisory Limited (“**RSM**”), to investigate and comment on the reasons of the resignation of the former auditors of the Group and the basis of disclaimer opinions of the current auditors of the Group in relation to the audit of the Group’s financial statements for the year ended 30 June 2011. The independent forensic accounting report (the “**Forensic**

Report”) was issued on 28 September 2012 and the Company has submitted a copy of such report to the Stock Exchange on the even date. Having considered the findings in the Forensic Report, it is expected that additional time is required for the addition works and procedures to finalise the First Quarterly Results, the Interim Results and the Third Quarterly Results. Accordingly, there will be a further delay in the publication of the announcements of the First Quarterly Results, the Interim Results and the Third Quarterly Results and a delay in the publication of the announcement of the Annual Results. It is expected that the announcements of the First Quarterly Results, the Interim Results, the Third Quarterly Results and the Annual Results will be delayed to on or before 30 November 2012.

FURTHER DELAY IN DESPATCH OF THE FIRST QUARTERLY REPORT, THE INTERIM REPORT AND THE THIRD QUARTERLY REPORT AND DELAY IN DESPATCH OF THE ANNUAL REPORT

Pursuant to Chapter 18 of the GEM Listing Rules, the Company is required to prepare and publish the First Quarterly Report, the Interim Report and the Third Quarterly Report on a date not later than 45 days after the end of such financial period, that is, on or before 14 November 2011, 14 February 2012 and 15 May 2012 respectively and to despatch its annual report for the financial year ended 30 June 2012 (the “**Annual Report**”) on a date not later than 3 months after the end of the financial year, that is, on or before 30 September 2012. Due to the delay in the publication of the announcements of the First Quarterly Results, the Interim Results, the Third Quarterly Results and the Annual Results, the despatch of the First Quarterly Report, the Interim Report, the Third Quarterly Report and the Annual Report has to be delayed to such time after the publication of the announcements of the First Quarterly Results, the Interim Results, the Third Quarterly Results and the Annual Results. The Company will publish further announcement(s) to inform the Shareholders on the date of despatch of the First Quarterly Report, the Interim Report, the Third Quarterly Report and the Annual Report.

LEGAL PROCEEDINGS INVOLVING THE GROUP

Reference is made to the announcements of the Company dated 5 April 2012, 4 July 2012, 24 July 2012 and 3 August 2012 in relation to, the termination of the proposed acquisition of 70% of the entire issued share capital of Vertical Signal Investments Limited and the loan owed to Mr. Shum Yeung and the indirect acquisition of a piece of land situated at 獅嶺鎮楊赤路 in Guangzhou, Hua Du and with certain buildings thereon for the consideration of HK\$80,000,000.

The Company would like to announce that a writ of summons was issued in the High Court of Hong Kong by Blu Spa (Hong Kong) Limited (“**BSHK**”), a wholly-owned subsidiary of the Company, as the plaintiff (the “**Plaintiff**”) on 25 September 2012 claiming against Mr. Shum Yeung as the defendant (the “**Defendant**”) for, inter alia, (i) the repayment of an outstanding sum due and owing from the Defendant under a deed of termination dated 4 April 2012 (“**Deed of Termination**”) and four repayment extension agreements dated 4 July 2012, 24 July 2012, 3 August 2012 and 21 August 2012 respectively (collectively, the “**Repayment Extension Agreements**”) entered into between the Plaintiff and the Defendant; and (ii) the breach of the Deed of Termination and/or the Repayment Extension Agreements.

The Plaintiff claims against the Defendant for the following relief:

- (1) the outstanding sum of HK\$45,000,000 (the “**Outstanding Sum**”);
- (2) the contractual interest accrued and due on the Outstanding Sum;
- (3) the interest; and
- (4) the costs.

The Company will keep the Shareholders and potential investors informed of any further material development in connection with the above legal proceedings by way of further announcement(s) as and when appropriate.

SUSPENSION OF TRADING

Trading in the shares of the Company on the Stock Exchange has been suspended from 9:00 a.m. on 30 September 2011 pending the publication of the announcements of the First Quarterly Results, the Interim Results, the Third Quarterly Results and the Annual Results in accordance with the GEM Listing Rules and will remain suspended until further notice.

By order of the Board
China AU Group Holdings Limited
Lee Chan Wah
Executive Director

Hong Kong, 28 September 2012

As at the date of this announcement, the Board comprises four executive Directors, namely Mr. Yu Shu Kuen, Mr. Wang Xiao Fei (with Mr. Lee Chan Wah as alternate), Mr. Wang Shang Zhong and Mr. Lee Chan Wah; one non-executive Director, namely Mr. Du Juan Hong; and three independent non-executive Directors, namely Mr. Tam B Ray, Billy, Mr. Chu Kin Wang, Peleus and Mr. Tse Joseph.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Company Announcements” page of the GEM website at www.hkgem.com for a minimum period of 7 days from the date of its publication and on the Company’s website at www.bluspa.com.