

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



Oriental University City Holdings (H.K.) Limited

東方大學城控股（香港）有限公司

(Incorporated in Hong Kong with limited liability)

(Stock code: 8067)

SUPPLEMENTARY INFORMATION IN RELATION TO THE ANNUAL REPORT OF THE COMPANY FOR THE YEAR ENDED JUNE 30, 2016

Reference is made to the annual report of Oriental University City Holdings (H.K.) Limited (the “**Company**”) for the year ended June 30, 2016 (the “**Year**” and the “**Annual Report**”, respectively) published on the website of the Stock Exchange on September 15, 2016 and despatched to its shareholders (the “**Shareholders**”) on September 16, 2016. Unless otherwise defined, capitalised terms used in this announcement have the same respective meanings as defined or adopted in the Annual Report.

Further to the information disclosed in the Annual Report, the Company wishes to provide the Shareholders and the public with the following supplementary information.

DEED OF NON-COMPETITION

In order to restrict competition activities with the Company, Raffles Education Corporation Limited (the “**Controlling Shareholder**”), which currently holds 75% of the total number of the issued shares of the Company, entered into a deed of non-competition in favour of the Company on December 22, 2014 (the “**Deed of Non-Compete**”), pursuant to which it has undertaken not to compete with the business of the Company in the PRC, and details of the Deed of Non-Compete are set out in the sub-section headed “Deed of Non-Compete” in the section headed “Relationship with the Controlling Shareholder” of the prospectus of the Company dated December 31, 2014.

On August 16, 2016, the Controlling Shareholder provided a written confirmation (the “**Confirmation**”) to the board of directors of the Company (the “**Directors**”) confirming that it had duly complied with the non-competition undertakings in the Deed of Non-Compete (the “**Undertakings**”) for the Year.

Upon receiving the Confirmation, the independent non-executive Directors (the “**INEDs**”) had reviewed the same as part of the annual review process. In determining whether the Controlling Shareholder had fully complied with the Undertakings in the Year for the annual assessment, the INEDs noted that: (a) the Controlling Shareholder declared that it had fully

complied with the Undertakings for the Year; (b) no new competing business was reported by the Controlling Shareholder during the Year; and (c) there was no particular situation rendering the full compliance of the Undertakings being questionable. In view of the above, the INEDs confirmed that all of the Undertakings were complied with by the Controlling Shareholder for the Year.

The above additional information does not affect other information contained in the Annual Report and save as disclosed in this announcement, the remaining contents of the Annual Report remain unchanged.

For and on behalf of
Oriental University City Holdings (H.K.) Limited
Chew Hua Seng
Chairman and Executive Director

Hong Kong, January 13, 2017

As at the date of this announcement, the executive Directors are Mr. Chew Hua Seng (Chairman) and Mr. Liu Ying Chun (Chief Executive Officer); the non-executive Director is Mr. He Jun; and the INEDs are Mr. Lam Bing Lun, Philip, Mr. Tan Yeow Hiang, Kenneth and Mr. Wilson Teh Boon Piaw.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange (the “GEM”) 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 Information” page of the GEM website at www.hkgem.com for at least 7 days from the date of its publication. This announcement will also be published on the website of the Company at www.oriental-university-city.com.