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**SKY FOREVER**  
**宇恒供應鏈**

**Sky Forever Supply Chain Management Group Limited**

**( 宇 恒 供 應 鏈 集 團 有 限 公 司 )**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 8047)**

## **FORMATION OF JOINT VENTURE COMPANIES**

This announcement is made by the Company pursuant to Rule 17.10 of the GEM Listing Rules and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

On 19 September 2014 (after trading hours), Qianhai Yuheng, a wholly owned subsidiary of the Company, entered into various joint venture agreements for the formation of various joint venture companies:

- (1) JV Agreement I with Dongguan Jiandao in relation to the formation of JV Company I, which will be owned as to 51% by Qianhai Yuheng and as to 49% by Dongguan Jiandao;
- (2) JV Agreement II with Shenzhen Huayuan in relation to the formation of JV Company II, which will be owned as to 51% by Qianhai Yuheng and as to 49% by Shenzhen Huayuan;
- (3) JV Agreement III with Shenzhen Zhuangshi in relation to the formation of JV Company III, which will be owned as to 51% by Qianhai Yuheng and as to 49% by Shenzhen Zhuangshi;
- (4) JV Agreement IV with Guangzhou Jimin in relation to the formation of JV Company IV, which will be owned as to 51% by Qianhai Yuheng and as to 49% by Guangzhou Jimin;
- (5) JV Agreement V with Shenzhen Chunming in relation to the formation of JV Company V, which will be owned as to 51% by Qianhai Yuheng and as to 49% by Shenzhen Chunming;

- (6) JV Agreement VI with Shanghai Huayuan in relation to the formation of JV Company VI, which will be owned as to 51% by Qianhai Yuheng and as to 49% by Shanghai Huayuan;
- (7) JV Agreement VII with Shenzhen Baijun in relation to the formation of JV Company VII, which will be owned as to 51% by Qianhai Yuheng and as to 49% by Shenzhen Baijun;
- (8) JV Agreement VIII with Foshan Qingmu in relation to the formation of JV Company VIII, which will be owned as to 51% by Qianhai Yuheng and as to 49% by Foshan Qingmu; and
- (9) JV Agreement IX with Qingdao Jinxin in relation to the formation of JV Company IX, which will be owned as to 51% by Qianhai Yuheng and as to 49% by Qingdao Jinxin.

This announcement is made by the Company pursuant to Rule 17.10 of the GEM Listing Rules and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

The Company is pleased to announce that on 19 September 2014 (after trading hours), Qianhai Yuheng, a wholly owned subsidiary of the Company, entered into the JV Agreements for the formation of the JV Companies:

#### **JV Agreement I**

Date: 19 September 2014

Parties: (1) Qianhai Yuheng; and  
(2) Dongguan Jiandao.

JV Company I: Qianhai Yuheng and Dongguan Jiandao will establish a joint venture company in the name of Sichuan Yuheng Supply Chain Management Company Limited\* (四川宇恒供應鏈管理有限公司) (subject to the approval of the competent PRC authorities).

Registered Capital: The registered capital of JV Company I will be RMB10 million, of which RMB5.1 million (approximately HK\$6.5 million) representing 51% of the registered capital will be contributed by Qianhai Yuheng and RMB4.9 million (approximately HK\$6.2 million) representing 49% of the registered capital will be contributed by Dongguan Jiandao. Upon its incorporation, JV Company I will become a subsidiary of the Company. The specific time frame for contribution of the registered capital by Qianhai Yuheng and Dongguan Jiandao will be determined in accordance with the actual operation of JV Company I.

Board Composition: Qianhai Yuheng will be entitled to nominate not more than two-thirds (2/3) of the members of the board of directors of JV Company I.

Business Scope: The business scope of JV Company I is supply chain management service and corporate management consultation (subject to the approval of the competent PRC authorities).

GEM Listing Rules Implication: As none of the Percentage Ratios calculated pursuant to the GEM Listing Rules in respect of the transactions contemplated under the JV Agreement I exceed 5%, the entering into the JV Agreement I does not constitute a notifiable transaction for the Company under Chapter 19 of the GEM Listing Rules.

## **JV Agreement II**

Date: 19 September 2014

Parties: (1) Qianhai Yuheng; and  
(2) Shenzhen Huayuan.

JV Company II: Qianhai Yuheng and Shenzhen Huayuan will establish a joint venture company in the name of Jiangsu Yuheng Supply Chain Management Company Limited\* (江蘇宇恒供應鏈管理有限公司) (subject to the approval of the competent PRC authorities).

Registered Capital: The registered capital of JV Company II will be RMB10 million, of which RMB5.1 million (approximately HK\$6.5 million) representing 51% of the registered capital will be contributed by Qianhai Yuheng and RMB4.9 million (approximately HK\$6.2 million) representing 49% of the registered capital will be contributed by Shenzhen Huayuan. Upon its incorporation, JV Company II will become a subsidiary of the Company. The specific time frame for contribution of the registered capital by Qianhai Yuheng and Shenzhen Huayuan will be determined in accordance with the actual operation of JV Company II.

Board Composition: Qianhai Yuheng will be entitled to nominate not more than two-thirds (2/3) of the members of the board of directors of JV Company II.

Business Scope: The business scope of JV Company II is supply chain management service, corporate management consultation and goods and technology import and export business (subject to the approval of the competent PRC authorities).

GEM Listing Rules Implication: As none of the Percentage Ratios calculated pursuant to the GEM Listing Rules in respect of the transactions contemplated under the JV Agreement II exceed 5%, the entering into the JV Agreement II does not constitute a notifiable transaction for the Company under Chapter 19 of the GEM Listing Rules.

### **JV Agreement III**

Date: 19 September 2014

Parties: (1) Qianhai Yuheng; and  
(2) Shenzhen Zhuangshi.

JV Company III: Qianhai Yuheng and Shenzhen Zhuangshi will establish a joint venture company in the name of Fujian Yuheng Supply Chain Management Company Limited\* (福建宇恒供應鏈管理有限公司) (subject to the approval of the competent PRC authorities).

Registered Capital: The registered capital of JV Company III will be RMB10 million, of which RMB5.1 million (approximately HK\$6.5 million) representing 51% of the registered capital will be contributed by Qianhai Yuheng and RMB4.9 million (approximately HK\$6.2 million) representing 49% of the registered capital will be contributed by Shenzhen Zhuangshi. Upon its incorporation, JV Company III will become a subsidiary of the Company. The specific time frame for contribution of the registered capital by Qianhai Yuheng and Shenzhen Zhuangshi will be determined in accordance with the actual operation of JV Company III.

Board Composition: Qianhai Yuheng will be entitled to nominate not more than two-thirds (2/3) of the members of the board of directors of JV Company III.

Business Scope: The business scope of JV Company III is supply chain management service, corporate management consultation, business information consultation, social economic consultation (excluding financing business consultation), market survey, other unspecified wholesale business (excluding such business which requires specific permit), goods and technology import and export (without attaching the index of import and export goods and excluding the goods and technology import and export which are restricted or forbidden), other unspecified professional service (excluding such business which requires specific permit), real estate, pipe and equipment installation, architectural fitting-out and provision of construction equipment (subject to the approval of the competent PRC authorities).

GEM Listing Rules Implication:	As none of the Percentage Ratios calculated pursuant to the GEM Listing Rules in respect of the transactions contemplated under the JV Agreement III exceed 5%, the entering into the JV Agreement III does not constitute a notifiable transaction for the Company under Chapter 19 of the GEM Listing Rules.
<b>JV Agreement IV</b>	
Date:	19 September 2014
Parties:	(1) Qianhai Yuheng; and  (2) Guangzhou Jimin.
JV Company IV:	Qianhai Yuheng and Guangzhou Jimin will establish a joint venture company in the name of Zhongshan Yuheng Supply Chain Management Company Limited* (中山宇恒供應鏈管理有限公司) (subject to the approval of the competent PRC authorities).
Registered Capital:	The registered capital of JV Company IV will be RMB10 million, of which RMB5.1 million (approximately HK\$6.5 million) representing 51% of the registered capital will be subscribed by Qianhai Yuheng and RMB4.9 million (approximately HK\$6.2 million) representing 49% of the registered capital will be subscribed by Guangzhou Jimin. Upon its incorporation, JV Company IV will become a subsidiary of the Company. The specific time frame for contribution of the registered capital by Qianhai Yuheng and Guangzhou Jimin will be determined in accordance with the actual operation of JV Company IV.
Board Composition:	Qianhai Yuheng will be entitled to nominate not more than two-thirds (2/3) of the members of the board of directors of JV Company IV.
Business Scope:	The business scope of JV Company IV is goods supply chain management service, goods important and export, online sales and marketing, general merchandise, garment, household electric appliance, electric product, corporate management service, conference and exhibition service, design, production and publication of advertisement, promotion for environmental technology and pharmaceutical technology and indoor and outdoor fitting-out and landscaping project (subject to the approval of the competent PRC authorities).

**GEM Listing Rules Implication:** As none of the Percentage Ratios calculated pursuant to the GEM Listing Rules in respect of the transactions contemplated under the JV Agreement IV exceed 5%, the entering into the JV Agreement IV does not constitute a notifiable transaction for the Company under Chapter 19 of the GEM Listing Rules.

## **JV Agreement V**

**Date:** 19 September 2014

**Parties:** (1) Qianhai Yuheng; and  
(2) Shenzhen Chunming.

**JV Company V:** Qianhai Yuheng and Shenzhen Chunming will establish a joint venture company in the name of Shenzhen New Yuheng Supply Chain Management Company Limited\* (深圳新宇恒供應鏈管理有限公司) (subject to the approval of the competent PRC authorities).

**Registered Capital:** The registered capital of JV Company V will be RMB10 million, of which RMB5.1 million (approximately HK\$6.5 million) representing 51% of the registered capital will be contributed by Qianhai Yuheng and RMB4.9 million (approximately HK\$6.2 million) representing 49% of the registered capital will be contributed by Shenzhen Chunming. Upon its incorporation, the JV Company V will be a subsidiary of the Company. The specific time frame for contribution of the registered capital by Qianhai Yuheng and Shenzhen Chunming will be determined in accordance with the actual operation of JV Company V.

**Board Composition:** Qianhai Yuheng will be entitled to nominate not more than two-thirds (2/3) of the members of the board of directors of JV Company V.

**Business Scope:** The business scope of JV Company V is supply chain management and relevant information consultation, trust asset management, corporate management consultation (excluding restricted business), e-business, domestic trading (excluding such goods which are exclusively operated, control or sold) and goods and technology import and export (excluding such business which requires approval before registration) (subject to the approval of the competent PRC authorities).

GEM Listing Rules Implication: As none of the Percentage Ratios calculated pursuant to the GEM Listing Rules in respect of the transactions contemplated under the JV Agreement V exceed 5%, the entering into the JV Agreement V does not constitute a notifiable transaction for the Company under Chapter 19 of the GEM Listing Rules.

## **JV Agreement VI**

Date: 19 September 2014

Parties: (1) Qianhai Yuheng; and  
(2) Shanghai Huayuan.

JV Company VI: Qianhai Yuheng and Shanghai Huayuan will establish a joint venture company in the name of Shanghai Yuheng Supply Chain Management Company Limited\* (上海宇恒供應鏈管理有限公司) (subject to the approval of the competent PRC authorities).

Registered Capital: The registered capital of JV Company VI will be RMB10 million, of which RMB5.1 million (approximately HK\$6.5 million) representing 51% of the registered capital will be contributed by Qianhai Yuheng and RMB4.9 million (approximately HK\$6.2 million) representing 49% of the registered capital will be contributed by Shanghai Huayuan. Upon its incorporation, JV Company VI will become a subsidiary of the Company. The specific time frame for contribution of the registered capital by Qianhai Yuheng and Shanghai Huayuan will be determined in accordance with the actual operation of JV Company VI.

Board Composition: Qianhai Yuheng will be entitled to nominate not more than two-thirds (2/3) of the members of the board of directors of JV Company VI.

Business Scope: The business scope of JV Company VI is design and management of supply chain channel and logistic solution, information consultation, e-business, corporate management consultation, domestic trading and goods and technology import and export (subject to the approval of the competent PRC authorities).

GEM Listing Rules Implication: As none of the Percentage Ratios calculated pursuant to the GEM Listing Rules in respect of the transactions contemplated under the JV Agreement VI exceed 5%, the entering into the JV Agreement VI does not constitute a notifiable transaction for the Company under Chapter 19 of the GEM Listing Rules.

## JV Agreement VII

Date:	19 September 2014
Parties:	(1) Qianhai Yuheng; and  (2) Shenzhen Baijun.
JV Company VII:	Qianhai Yuheng and Shenzhen Baijun will establish a joint venture company in the name of Guangdong Yuheng Supply Chain Management Company Limited* (廣東宇恒供應鏈管理有限公司) (subject to the approval of the competent PRC authorities).
Registered Capital:	The registered capital of the JV Company VII will be RMB10 million, of which RMB5.1 million (approximately HK\$6.5 million) representing 51% of the registered capital will be contributed by Qianhai Yuheng and RMB4.9 million (approximately HK\$6.2 million) representing 49% of the registered capital will be contributed by Shenzhen Baijun. Upon its incorporation, JV Company VII will become a subsidiary of the Company. The specific time frame for contribution of the registered capital by Qianhai Yuheng and Shenzhen Baijun will be determined in accordance with the actual operation of JV Company VII.
Board Composition:	Qianhai Yuheng will be entitled to nominate not more than two-thirds (2/3) of the members of the board of directors of JV Company VII.
Business Scope:	The business scope of JV Company VII is supply chain management, storage service, electronic information technology service, goods import and export (excluding such goods which are exclusively operated and controlled), goods wholesale trading, investment consultation service, trading consultation service, information technology consultation service, patent service, technology import and export, wholesale of household accessories, trading agency, logistic agency, industry and commerce consultation, corporate management service (excluding such business which requires permit), investment management service, corporate management consultation service and trademark agency (subject to the approval of the competent PRC authorities).
GEM Listing Rules Implication:	As none of the Percentage Ratios calculated pursuant to the GEM Listing Rules in respect of the transactions contemplated under the JV Agreement VII exceed 5%, the entering into the JV Agreement VII does not constitute a notifiable transaction for the Company under Chapter 19 of the GEM Listing Rules.



## JV Agreement VIII

Date:	19 September 2014
Parties:	(1) Qianhai Yuheng; and  (2) Foshan Qingmu.
JV Company VIII:	Qianhai Yuheng and Foshan Qingmu will establish a joint venture company in the name of Guangzhou Yuheng Supply Chain Management Company Limited* (廣州宇恒供應鏈管理有限公司) (subject to the approval of the competent PRC authorities).
Registered Capital:	The registered capital of the JV Company VIII will be RMB10 million, of which RMB5.1 million (approximately HK\$6.5 million) representing 51% of the registered capital will be contributed by Qianhai Yuheng and RMB4.9 million (approximately HK\$6.2 million) representing 49% of the registered capital will be contributed by Foshan Qingmu. Upon its incorporation, JV Company VIII will become a subsidiary of the Company. The specific time frame for contribution of the registered capital by Qianhai Yuheng and Foshan Qingmu will be determined in accordance with the actual operation of JV Company VIII.
Board Composition:	Qianhai Yuheng will be entitled to nominate not more than two-thirds (2/3) of the members of the board of directors of JV Company VIII.
Business Scope:	The business scope of JV Company VIII is supply chain management, information consultation service, investment consultation service, goods wholesale trading (excluding goods which require permit), corporate management service, asset management, electronic information technology service, trading agency, logistic agency and storage agency (subject to the approval of the competent PRC authorities).
GEM Listing Rules Implication:	As none of the Percentage Ratios calculated pursuant to the GEM Listing Rules in respect of the transactions contemplated under the JV Agreement VIII exceed 5%, the entering into the JV Agreement VIII does not constitute a notifiable transaction for the Company under Chapter 19 of the GEM Listing Rules.

## **JV Agreement IX**

Date:	19 September 2014
Parties:	(1) Qianhai Yuheng; and  (2) Qingdao Jinxin.
JV Company IX:	Qianhai Yuheng and Qingdao Jinxin will establish a joint venture company in the name of Shandong Yuheng Supply Chain Management Company Limited* (山東宇恒供應鏈管理有限公司) (subject to the approval of the competent PRC authorities).
Registered Capital:	The registered capital of JV Company IX will be RMB10 million, of which RMB5.1 million (approximately HK\$6.5 million) representing 51% of the registered capital will be contributed by Qianhai Yuheng and RMB4.9 million (approximately HK\$6.2 million) representing 49% of the registered capital will be contributed by Qingdao Jinxin. Upon its incorporation, JV Company IX will become a subsidiary of the Company. The specific time frame for contribution of the registered capital by Qianhai Yuheng and Qingdao Jinxin will be determined in accordance with the actual operation of JV Company IX.
Board Composition:	Qianhai Yuheng will be entitled to nominate not more than two-thirds (2/3) of the members of the board of directors of JV Company IX.
Business Scope:	The business scope of JV Company IX is supply chain management and logistic (excluding transportation), storage management (excluding dangerous, inflammable or explosive goods), investment management consultation (excluding financing, stocks and futures), wholesale of timber, hardware, electrical equipment and general merchandise and goods and technology import and export (excluding such forbidden business and permit should be obtained for those restricted business) (subject to the approval of the competent PRC authorities).
GEM Listing Rules Implication:	As none of the Percentage Ratios calculated pursuant to the GEM Listing Rules in respect of the transactions contemplated under the JV Agreement IX exceed 5%, the entering into the JV Agreement IX does not constitute a notifiable transaction for the Company under Chapter 19 of the GEM Listing Rules.

## **REASONS FOR AND BENEFITS OF THE FORMATION OF THE JV COMPANIES**

With reference to the announcement of the Company dated 28 May 2014, the Company is now developing the business of supply chain management services involving the planning and implementation of an integrated solution for the effective flow of business, logistics, information and funds which can be applied for various kinds of industry chains. The JV Partners are well-established regional companies with established customer network and human resources in various industries in the PRC. In partnership with the JV Partners who possess the valuable and practical knowledge, experience and resources in the regional markets, the Group is expected to widen its geographic reach and customer base and further enhance the supply chain management business. The Board is of the view that the formation of the JV Companies will enable the Group to build a national supply chain management platform and is in the interest of the Company and its shareholders as a whole.

## **INFORMATION OF THE JV PARTNERS**

Shenzhen Chunming is principally engaged in the business of manufacturing and sale of electronic components.

Foshan Qingmu is principally engaged in the business of manufacturing and sale of paper packing products.

Guangzhou Jimin is principally engaged in the business of retail and wholesale of goods.

Dongguan Jiandao is principally engaged in the business of corporate management consultation and sale of sale of mechanical accessories.

Shenzhen Zhuangshi is principally engaged in the business of sale of jewelry.

Shenzhen Baijun is principally engaged in the business of manufacturing and sale of door and window products.

Qindao Jinxin is principally engaged in the business of wholesale of lighting equipment.

Shenzhen Huayuan is principally engaged in the business of manufacturing and sale of smart cards.

Shanghai Huayuan is principally engaged in the business of manufacturing and sale of smart cards.

As at the date of this announcement, to the best of the knowledge, information and belief of the Directors, having made all reasonable enquiries, each of the JV Partners and their respective ultimate beneficial owners are third parties independent of the Company and its connected persons and of each other.

## DEFINITIONS

In this announcement, unless the context otherwise requires, the following terms shall have the respective meanings set out below:

<b>“Board”</b>	board of Directors
<b>“Company”</b>	Sky Forever Supply Chain Management Group Limited, a company incorporated in Bermuda with limited liability and the issued shares of which are listed and traded on GEM (Stock Code: 8047)
<b>“connected persons”</b>	has the meaning ascribed to it under the GEM Listing Rules
<b>“Director(s)”</b>	director(s) of the Company
<b>“Dongguan Jiandao”</b>	Dongguan Jiandao Trading Company Limited* (東莞市建道貿易有限公司), a company incorporated in the PRC with limited liability
<b>“Foshan Qingmu”</b>	Foshan Qingmu Paper Packing Company Limited* (佛山市青木紙類包裝有限公司), a company incorporated in the PRC with limited liability
<b>“GEM”</b>	The Growth Enterprise Market of the Stock Exchange
<b>“GEM Listing Rules”</b>	Rules Governing the Listing of Securities on GEM
<b>“Group”</b>	the Company and its subsidiaries
<b>“Guangzhou Jimin”</b>	Guangzhou Jimin Trading Company Limited* (廣州濟民商貿有限公司), a company incorporated in the PRC with limited liability
<b>“HK\$”</b>	Hong Kong dollars, the lawful currency of Hong Kong
<b>“Hong Kong”</b>	the Hong Kong Special Administrative Region of the PRC
<b>“Inside Information Provisions”</b>	as defined under the GEM Listing Rules
<b>“JV Agreement I”</b>	the joint venture agreement entered into between Qianhai Yuheng and Dongguan Jiandao dated 19 September 2014

<b>“JV Agreement II”</b>	the joint venture agreement entered into between Qianhai Yuheng and Shenzhen Huayuan dated 19 September 2014
<b>“JV Agreement III”</b>	the joint venture agreement entered into between Qianhai Yuheng and Shenzhen Zhuangshi dated 19 September 2014
<b>“JV Agreement IV”</b>	the joint venture agreement entered into between Qianhai Yuheng and Guangzhou Jimin dated 19 September 2014
<b>“JV Agreement V”</b>	the joint venture agreement entered into between Qianhai Yuheng and Shenzhen Chunming dated 19 September 2014
<b>“JV Agreement VI”</b>	the joint venture agreement entered into between Qianhai Yuheng and Shanghai Huayuan dated 19 September 2014
<b>“JV Agreement VII”</b>	the joint venture agreement entered into between Qianhai Yuheng and Shenzhen Baijun dated 19 September 2014
<b>“JV Agreement VIII”</b>	the joint venture agreement entered into between Qianhai Yuheng and Foshan Qingmu dated 19 September 2014
<b>“JV Agreement IX”</b>	the joint venture agreement entered into between Qianhai Yuheng and Qingdao Jinxin dated 19 September 2014
<b>“JV Agreements”</b>	means JV Agreement I, JV Agreement II, JV Agreement III, JV Agreement IV, JV Agreement V, JV Agreement VI, JV Agreement VII, JV Agreement VIII and JV Agreement IX
<b>“JV Company I”</b>	Sichuan Yuheng Supply Chain Management Company Limited* (四川宇恒供應鏈管理有限公司) (subject to the approval of the competent PRC authorities), a company to be established in the PRC with limited liability to serve as the joint venture company pursuant to JV Agreement I
<b>“JV Company II”</b>	Jiangsu Yuheng Supply Chain Management Company Limited* (江蘇宇恒供應鏈管理有限公司) (subject to the approval of the competent PRC authorities), a company to be established in the PRC with limited liability to serve as the joint venture company pursuant to JV Agreement II

- “JV Company III”** Fujian Yuheng Supply Chain Management Company Limited\* (福建宇恒供應鏈管理有限公司) (subject to the approval of the competent PRC authorities), a company to be established in the PRC with limited liability to serve as the joint venture company pursuant to JV Agreement III
- “JV Company IV”** Zhongshan Yuheng Supply Chain Management Company Limited\* (中山宇恒供應鏈管理有限公司) (subject to the approval of the competent PRC authorities), a company to be established in the PRC with limited liability to serve as the joint venture company pursuant to JV Agreement IV
- “JV Company V”** Shenzhen New Yuheng Supply Chain Management Company Limited\* (深圳新宇恒供應鏈管理有限公司) (subject to the approval of the competent PRC authorities), a company to be established in the PRC with limited liability to serve as the joint venture company pursuant to JV Agreement V
- “JV Company VI”** Shanghai Yuheng Supply Chain Management Company Limited\* (上海宇恒供應鏈管理有限公司) (subject to the approval of the competent PRC authorities), a company to be established in the PRC with limited liability to serve as the joint venture company pursuant to JV Agreement VI
- “JV Company VII”** Guangdong Yuheng Supply Chain Management Company Limited\* (廣東宇恒供應鏈管理有限公司) (subject to the approval of the competent PRC authorities), a company to be established in the PRC with limited liability to serve as the joint venture company pursuant to JV Agreement VII
- “JV Company VIII”** Guangzhou Yuheng Supply Chain Management Company Limited\* (廣州宇恒供應鏈管理有限公司) (subject to the approval of the competent PRC authorities), a company to be established in the PRC with limited liability to serve as the joint venture company pursuant to JV Agreement VIII
- “JV Company IX”** Shandong Yuheng Supply Chain Management Company Limited\* (山東宇恒供應鏈管理有限公司) (subject to the approval of the competent PRC authorities), a company to be established in the PRC with limited liability to serve as the joint venture company pursuant to JV Agreement IX

<b>“JV Companies”</b>	means JV Company I, JV Company II, JV Company III, JV Company IV, JV Company V, JV Company VI, JV Company VII, JV Company VIII and JV Company IX
<b>“JV Partners”</b>	means Dongguan Jiandao, Shenzhen Huayuan, Shenzhen Zhuangshi, Guangzhou Jimin, Shenzhen Chunming, Shanghai Huayuan, Shenzhen Baijun, Foshan Qingmu and Qingdao Jinxin
<b>“Percentage Ratio(s)”</b>	the percentage ratio(s) set out in Rule 19.08 of the GEM Listing Rules to be applied for determining the classification of a transaction
<b>“PRC”</b>	the People’s Republic of China, and for the purpose of this announcement excluding Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
<b>“Qingdao Jinxin”</b>	Qingdao Jinxin Lighting Fitting-out Project Company Limited* (青島市金鑫照明裝飾公司有限公司), a company incorporated in the PRC with limited liability
<b>“Qianhai Yuheng”</b>	Shenzhen Qianhai Yuheng Industry Chain Management Company Limited* (深圳前海宇恒產業鏈管理有限公司), a wholly owned subsidiary of the Company incorporated in the PRC with limited liability
<b>“RMB”</b>	Renminbi, the lawful currency of the PRC
<b>“Shanghai Huayuan”</b>	Shanghai Huayuan Simate Information Technology Company Limited* (上海市華苑斯碼特信息技術有限公司), a company incorporated in the PRC with limited liability
<b>“Shenzhen Baijun”</b>	Shenzhen Baijun Door & Window Company Limited* (深圳市佰郡門窗有限公司), a company incorporated in the PRC with limited liability
<b>“Shenzhen Chunming”</b>	Shenzhen Chunming Precision Technology Company Limited* (深圳市春明精密科技有限公司), a company incorporated in the PRC with limited liability
<b>“Shenzhen Huayuan”</b>	Shenzhen Huayuan Simate Information Technology Company Limited* (深圳市華苑斯碼特信息技術有限公司), a company incorporated in the PRC with limited liability

“Shenzhen Zhuangshi”	Shenzhen Zhuangshi Donghui Jewelry Company Limited* (深圳莊氏東輝珠寶首飾有限公司), a company incorporated in the PRC with limited liability
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiary(ies)”	has the meaning ascribed to it under the GEM Listing rules
“%”	Percent.

*For the purposes of this announcement, amounts denominated in RMB have been translated into HK\$ at an exchange rate of RMB1: HK\$1.27. No representation is made that any amounts in RMB and HK\$ can be or could have been converted at the above rate.*

By Order of the Board of  
**Sky Forever Supply Chain Management Group Limited**  
**Mr. Gong Dongsheng**  
*Chairman and executive Director*

Hong Kong, 19 September 2014

*As at the date of this announcement, the executive Directors are Mr. Gong Dongsheng, Ms. Chen Nan, Mr. Wu Zhinan and Mr. Woo Yik Man. The independent non-executive Directors are Mr. Ma Yiu Ho, Peter, Mr. Huang Yunlong and Mr. Liu Weiliang.*

*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, have 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 in this announcement misleading.*

*This announcement will remain on the “Latest Company Announcement” page of the GEM website at <http://www.hkgem.com> for seven days after the date of publication and on the website of the Company at [www.skyforever.hk](http://www.skyforever.hk).*

\* For identification purposes only.