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CHINA TRENDS HOLDINGS LIMITED

中國趨勢控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8171)

**ACQUISITION OFFER OF REMAINING ISSUED SHARE CAPITAL OF
FULL SMART ASIA LIMITED BECOME INVALID**

Reference is made to the announcement made by the Company on 7 January 2011, 7 March 2011, 31 May 2011, 29 June 2011, 23 December 2011 and 12 August 2013 in relation to the Acquisition.

**ACQUISITION OFFER OF REMAINING ISSUED SHARE CAPITAL OF TARGET
COMPANY BECOME INVALID**

As at 31 December 2014, after the Company's assessment and consider the unaudited net asset value of Target Company do not reach HK\$228,000,000 which the conditional terms stated in 2.4 of Second Supplemental Agreement is not fulfill, the acquisition offer of target company become invalid and the Company will not acquire the remaining 80% share capital of Target Company from Vendor by reference to the abovementioned right as a result.

This announcement is made by the Company in compliance with Rule 17.10 of the GEM Listing Rules.

Reference is made to the announcement (the "**First Announcement**") of the Company dated 7 January 2011 in relation to the major transaction on the acquisition of the entire issued

share capital of Full Smart Asia Limited (the “**Target Company**”), the announcement (the “**Second Announcement**”) of the Company dated 7 March 2011 in relation to the delay in despatch of the circular (the “**Circular**”) containing, among other things, the details of the Acquisition and a notice of the EGM to the Shareholders, the announcement (the “**Third Announcement**”) of the Company dated 31 May 2011 in relation to the further delay in despatch of the Circular in respect of a major transaction, the announcement (the “**Fourth Announcement**”) of the Company dated 29 June 2011 in relation to the supplemental agreement (the “**First Supplemental Agreement**”), announcement (the “**Fifth Announcement**”) of the Company dated 23 December 2011 in relation to the supplemental agreement (the “**Second Supplemental Agreement**”) and announcement (the “**Sixth Announcement**”) of the Company dated 12 August 2013 in relation to the supplemental agreement (the “**Third Supplemental Agreement**”). Definitions and terms used in this announcement, unless the context requires otherwise, shall bear the same meanings as defined in the First Announcement.

ACQUISITION OFFER OF REMAINING ISSUED SHARE CAPITAL OF TARGET COMPANY BECOME INVALID

As regards to the terms stated in 2.4 of the Second Supplemental Agreement, the Company reserve the right for three years (1 January 2012 to 1 January 2015) to acquire the remaining 80% of share capital of Target Company by paying HK\$113,740,000 Convertible Bonds and HK\$91,460,000 Promissory Note (subsequently amended as Convertible Bonds with conversion price HK\$0.04) to the Vendor when the net asset value (after the Company’s assessment or audited) of the Target Group reach HK\$228,000,000.

As at 1 January 2015, after the Company’s assessment and consider the unaudited net asset value of Target Company do not reach HK\$228,000,000 which the conditional terms stated in 2.4 of Second Supplemental Agreement is not fulfill, the acquisition offer of target company become invalid and the Company will not acquire the remaining 80% share capital of Target Company from Vendor by reference to the abovementioned right as a result.

As at the date of this announcement, the Company has 20% share capital of Target Company.

By Order of the Board
China Trends Holdings Limited
Xiang Xin
Chairman and Chief Executive Officer

Hong Kong, 1 January 2015

As at the date of this announcement, the executive Directors are Mr. Xiang Xin, Mr. Liang Xiaojin and Ms. Zhong Keying; the non-executive Director is Mr. Sun Kuan Chi; the independent non-executive Directors are Mr. Zhang Zhan Liang, Ms. An Jing and Mr. Chen Yicheng. Ms Kung Ching is an alternate director to Mr. Xiang Xin and Mr. Chen Banyan is an alternate director to Mr. Liang Xiaojin.

This announcement, for which the directors of the Company 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 of the Company, 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 GEM website on the “Latest Company Announcements” page for at least 7 days from the date of its posting and the Company website at www.8171.com.hk.