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KVB KUNLUN FINANCIAL GROUP LIMITED

昆侖國際金融集團有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 8077)

UPDATE ON THE POSSIBLE TRANSACTION AND SUSPENSION OF TRADING

This announcement is made by KVB Kunlun Financial Group Limited (“**Company**”) pursuant to Rule 3.7 of the Code on Takeovers and Mergers, Rule 17.10 of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”) and the Inside Information Provisions (as defined in the GEM Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Cap. 571, Laws of Hong Kong).

Reference is made to the Company’s announcements (“**Announcements**”) (i) dated 11 November 2014 and 20 November 2014 respectively regarding (among other things) the entering into of the LOI concerning a possible disposal of the Proposed Sale Interest by the Controlling Shareholder; (ii) dated 19 December 2014 and 19 January 2015 respectively regarding monthly progress update; and (iii) dated 29 January 2015 regarding a further update on the Possible Transaction. Unless otherwise defined, terms used in this announcement shall have the same meanings as those used in the Announcements.

UPDATE ON THE POSSIBLE TRANSACTION

The Board wishes to inform the Shareholders and the potential investors that, on 29 January 2015, the Controlling Shareholder and CITIC Securities Company Limited (Stock code: 6030) (the “**Purchaser**”) entered into a conditional sale and purchase agreement (“**Share Purchase Agreement**”) for the sale of shares (the “**Sale Shares**”) in the share capital of the Company by the Controlling Shareholder to the Purchaser (the “**Sale**”). The Sale Shares represent 60% of the issued share capital of the Company as at the date of this announcement.

That Sale, if all the conditions precedent being fulfilled and completed, would trigger an obligation on the part of the Purchaser to make mandatory unconditional general offers for all the issued shares and other outstanding securities of the Company under Rule 26 of the Takeovers Code (other than those already owned by or agreed to be acquired by the Purchaser and parties acting in concert with it) (the “**Offers**”).

As at the date of this announcement, the announcement in relation to, among others, the Share Purchase Agreement and the Offers pursuant to the Takeovers Code and the GEM Listing Rules (the “**Announcement**”) is being prepared. The Announcement will be published as soon as possible.

SUSPENSION OF TRADING

At the request of the Company, trading in the shares of the Company has been suspended with effect from 9:00 a.m. on 30 January 2015 and will remain suspended pending the release of the Announcement.

By Order of the Board
KVB Kunlun Financial Group Limited
Liu Stefan
Executive Director

Hong Kong, 30 January 2015

As at the date of this announcement, the directors of the Company are as follows:

Executive directors

Mr. Liu Stefan

Mr. Ng Chee Hung Frederick

Non-executive directors

Mr. Li Zhi Da

Mr. Stephen Gregory McCoy

Independent non-executive directors

Ms. Zhao Guixin

Mr. Cornelis Jacobus Keyser

Mr. Lin Wenhui

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 enquires, 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.

All the directors of the Company jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

This announcement will remain on the website of the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited at www.hkgem.com on the "Latest Listed Company Information" page for at least seven days from the day of its posting and on the website of the Company at www.kvblistco.com.