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MADISON WINE[®]

Madison Wine Holdings Limited

麥迪森酒業控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8057)

SUPPLEMENTAL ACQUISITION AGREEMENT AND SUPPLEMENTAL SUBSCRIPTION AGREEMENT

References are made to the announcements of Madison Wine Holdings Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) dated 9 February 2017 and 17 February 2017, respectively (collectively, the “**Announcements**”) in relation to the Proposed Acquisition and the Proposed Subscription. Unless otherwise defined herein, capitalised terms used herein shall have the same meanings as those defined in the Announcements.

SUPPLEMENTAL ACQUISITION AGREEMENT

The Board announces that on 28 June 2017, CVP Financial Holdings Limited (formerly known as Perfect Zone Holdings Limited) (“**CVP Financial**”) and CVP Holdings entered into a supplemental acquisition agreement (the “**Supplemental Acquisition Agreement**”), pursuant to which CVP Financial and CVP Holdings agreed to amend the Long Stop Date to 31 July 2017 (or such other dates as the parties to the Acquisition Agreement may agree in writing).

SUPPLEMENTAL SUBSCRIPTION AGREEMENT

The Board announces that on 28 June 2017, CVP Financial and Bartha Holdings entered into a supplemental subscription agreement (the “**Supplemental Subscription Agreement**”), pursuant to which (i) CVP Financial and Bartha Holdings agreed to amend the Long Stop Date to 31 July 2017 (or such other dates as the parties to the Subscription Agreement may agree in writing); and (ii) Bartha Holdings agreed to undertake to CVP Financial that it will not, from the date of issue of the Conversion Shares and until the first anniversary thereof (both days inclusive), offer, lend, sell, contract to sell, grant any option to purchase or otherwise dispose of, any of the Conversion Shares; enter into a transaction (including a derivative transaction) having an economic effect similar to that of a sale; or enter into any swap or similar agreement that transfers, in whole or in part, the economic risk of ownership of any of the Conversion Shares.

Save as disclosed above, there are no other material changes to the Acquisition Agreement and the Subscription Agreement, and all other terms and conditions of the Acquisition Agreement and the Subscription Agreement remain unchanged and continue to be in full force and effect.

By order of the Board
Madison Wine Holdings Limited
Ting Pang Wan Raymond
Chairman and executive Director

Hong Kong, 28 June 2017

As at the date of this announcement, the executive Directors are Mr. Ting Pang Wan Raymond and Mr. Zhu Qin; the non-executive Director is Mr. Kao Sheng-Chi; and the independent non-executive Directors are Ms. Fan Wei, Mr. Chu Kin Wang Peleus and Mr. Ip Cho Yin J.P.

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 at least 7 days from the date of its posting. This announcement will also be published on the website of the Company at www.madison-wine.com.