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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)

(Warrant Code: 8015)

**ENTERED INTO A FRAMEWORK AGREEMENT
TO ACQUIRE 100% SHAREHOLDINGS OF
GREAT CHAPTER HOLDINGS LIMITED**

This announcement is made by **China Trends Holdings Limited** (the “**Company**”) pursuant to Rule 17.10(2) of the GEM Listing Rules and Inside Information Provisions under Part XIVA of the Securities and Future Ordinance.

The board is pleased to announce that on 14 February 2018 (after trading hours), the Company entered into a framework agreement (“**Framework Agreement**”) with **Fuda Investment Inc.** (“**Fuda**”) and **Great Chapter Holdings Limited** (“**Great Chapter**”) to acquire 100% shareholdings of Great Chapter, so as to enhance the media contents sources and promotion channels of mobile users for Wealthstorm Platform underneath the Company via utilizing the contents and channels in multiple media areas of an enterprise totally controlled by Great Chapter through series of VIE (Variable Interest Entity) agreements.

To the best of the Directors’ knowledge, information and belief, having made all reasonable enquiries, Fuda, Great Chapter, all of their shareholders and ultimate beneficial owner(s) are independent third parties of the Company and its connected persons (within the meaning of the GEM Listing Rules).

PROFILE OF PARTIES TO AGREEMENT

Fuda is a company incorporated under the laws of British Virgin Islands and the shareholder of Great Chapter with 100% shareholdings.

Great Chapter is a limited liability company incorporated under the laws of British Virgin Islands and indirectly owns all shareholdings of **Xi Jin Growth (Beijing) Enterprise Management Consulting Ltd.*** (熙金生長(北京)企業管理諮詢有限公司) (“**WOFE Company**”) which is a sole proprietorship company incorporated in China Mainland. WOFE Company controls **Wuxi Viva New Media Technology Limited*** (無錫維我新媒體科技有限公司) (“**Wuxi Viva**”) through series of VIE agreements. Wuxi Viva is a limited liability company incorporated in Wuxi City, Jiangsu Province of China on 25 September 2012, which is an internet service provider focusing on mobile media magazine's new media industry and provides operation support services and paid magazine sales services to China Mobile Migu Digital and other digital media magazines.

Beijing Viva Technologies Limited* (北京維旺明科技股份有限公司) (“**Beijing Viva**”), one of the important business partners of Wuxi Viva, is a new media mobile platform operator for offering contents of in-depth media, and is a company listed on “The Third Board” of China with stock code No. 870672. Its products mainly include “Viva Reading” and “Viva Reading Through” platforms.

“Viva Reading” is the all-digital magazine reading platform covering the mainstream smartphone and tablet operating systems. There are over 35 million monthly active users on the platform. With its innovation in product technology, “Viva Reading” has changed the advertising ways of the traditional mobile media and has become an important partner of new media in various industries.

** The English name is for identification purpose only.*

THE MAIN CONTENT OF FRAMEWORK AGREEMENT

Pursuant to the Framework Agreement, the Company intends to acquire 100% of the equity interests of Great Chapter by way of issuance of convertible bonds (“**CB**”) or warrants or both of them. Specific transaction consideration and terms and conditions will be determined based on the Company's due diligence findings and the independent third party's valuation to Great Chapter, WOFE Company and Wuxi Viva.

The parties agree to carry out works respectively and try their best to sign a formal investment agreement within the next 6 months after signing this Framework Agreement, subject to the formal investment agreement be approved by the general meeting of the Company and/or by HKEX (if applicable).

Fuda acknowledged to assist the Company to strategically cooperate with Beijing Viva on the “Viva Reading” project and to inject the media contents and business of “Viva Reading” into the media e-commerce business platform underneath the Company.

MAIN TERMS TO ISSUE THE CB (OR WARRANTS)

1. The conversion price of CB (or Warrants) to ordinary listed shares of the Company is HK\$0.037;
2. CB (or Warrants) valid period is 3 years with no interest;
3. All CB (or Warrants) can be converted before its expiration subject to that the average closing price of the ordinary listed shares of the Company as stated in the daily quotations issued by the Hong Kong Stock Exchange for the ten (10) Business Days immediately preceding the date of conversion shall be over HK\$0.10.

This Framework Agreement has prerequisites and is not legally binding. Failure to meet the prerequisites may result in this Framework Agreement not be fully implemented. The Company will make further announcement in due course. Shareholders and potential investors of the Company are advised to exercise cautions when dealing in the shares of the Company.

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

Hong Kong, 14 February 2018

As at the date of this announcement, the executive Directors of the Company are Mr. Xiang Xin (Chairman) and Mr. Chan Cheong Yee; the independent non-executive Directors of the Company are Mr. Wong Chung Kin, Quentin, Ms. An Jing and Mr. Chen Yicheng. Ms. Kung Ching is an alternate director to Mr. Xiang Xin.

This announcement, for which the Directors collectively and individually accept full responsibilities, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM for the purpose of giving information with regards to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (i) the information contained in this announcement is accurate and complete in all material aspects and not misleading; (ii) there are no other matters the omission of which would make any statement in this announcement misleading; and (iii) all opinions expressed in this announcement have been arrived

at after due and careful consideration and are founded on bases and assumption that are fair and reasonable.

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.