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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)**

**VOLUNTARY ANNOUNCEMENT**  
**ENTERING INTO A COOPERATION AGREEMENT**  
**IN RELATION TO MEDIA E-COMMERCE PROJECT**

This voluntary announcement is made by China Trends Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) to inform the public of the latest business development of the Group.

The board of the directors (the “**Directors**”) of the Company is pleased to announce that on 11 April 2019 (after trading hours), the Company entered into a cooperation agreement (the “**Cooperation Agreement**”) with 深圳優優購智能商業網絡科技有限公司 (Shenzhen WealthGo Company)\* (“**Shenzhen WealthGo**”), Mr. Wang Xinjie (“**Mr. Wang**”) and Mr. Chen Xin (“**Mr. Chen**”), pursuant to which the Company shall (i) customise and sell an estimated one million sets of vending machines, where each set of vending machine(s) consists of a minimum of one and a maximum of ten, to Shenzhen WealthGo via Boss Dream (China) Limited (“**Boss China**”), a subsidiary of the Company; (ii) support Shenzhen WealthGo Company in their operating vending machines project (the “**Project**”); and (iii) provide services in relation to the exchange of vouchers for gifts for the members of the “WealthStorm” platform (the “**WealthStorm**”) of the Group.

The Directors, having made all reasonable enquiries, to the best of their knowledge, information and belief, confirmed that Shenzhen WealthGo and all of its respective shareholder(s) and ultimate beneficial owner(s), Mr. Wang and Mr. Chen are independent of and not connected with the Company and its connected persons (having the meaning ascribed to it under the GEM Listing Rules).

## **INFORMATION ON PARTNER**

Shenzhen WealthGo is a limited liability company established in the People's Republic of China (the "PRC") on 12 November 2018, the registered capital of which is RMB5 million. It is principally engaged in the operation of vending machines and provision of business models and operating solutions in relation to offering fast-moving consumer goods through vending machines.

## **MAIN TERMS OF THE COOPERATION AGREEMENT**

1. The Company would customise and sell vending machines (where the sales contracts and guarantee contracts will be signed separately) to Shenzhen WealthGo, while connecting with the WealthStorm in order to bring customers to Shenzhen WealthGo, and to provide services in relation to the exchange of vouchers for gifts for the members of the WealthStorm.

2. The plans of Shenzhen WealthGo are as follows: (i) in 2019, being the "pilot" year, Shenzhen WealthGo is expected to order 1,000 sets of vending machines; (ii) in 2020, being the "promotion" year, Shenzhen WealthGo is expected to order 10,000 sets of vending machines; (iii) in 2021, being the "development" year, Shenzhen WealthGo is expected to order 100,000 sets of vending machines; and (iv) in 2022, being the "outbreak" year, Shenzhen WealthGo is expected to order 1,000,000 sets of vending machines.

3. All parties to the Cooperation Agreement have agreed to negotiate on the business plan of the Project provided by Shenzhen WealthGo. After obtaining a written confirmation from all the parties to the Cooperation Agreement, the business plan will officially be marketed.

4. All parties to the Cooperation Agreement have agreed on the e-commerce media business model of the WealthStorm, and agreed to connect all vending machines with the WealthStorm, including but not limited to all the media resources that "暢讀", the full digital magazine reading platform developed by 北京維旺明科技股份有限公司 (Beijing Viva Technologies Limited)\*, has authorized the Company for distribution.

5. The Company is responsible for customising and selling vending machines to Shenzhen WealthGo through Boss China with a gross profit margin not exceeding 10%.

6. Shenzhen WealthGo is responsible for strictly implementing the Project in the PRC in accordance with the business plan as confirmed by all parties to the Cooperation Agreement. Shenzhen WealthGo undertakes that it would not engage in any other businesses. It is solely responsible for the implementation, operation and the provision of after-sales service of vending machines. All the risks in relation to the operation of vending machines shall be borne by Shenzhen WealthGo.

7. During the period of this cooperation, not only would the Company supply paid hardware (i.e. vending machines) to Shenzhen WealthGo via Boss China, but also it would provide free app software and import customers to Shenzhen WealthGo, while Shenzhen WealthGo is responsible for searching supplier channel and laying hardware. Furthermore, Shenzhen WealthGo agreed that the Company or Boss China would obtain 50% of the gross profit of the Project after deducting the third-party expenses (including e-commerce revenue and advertising revenue and without deduction of depreciation), and that the gross profit from the previous month would be distributed on the first day of every month, in which the gross profit includes the payment via vending machines by cash or by scan code. If the income of Shenzhen WealthGo is negative after deducting all costs, Shenzhen WealthGo would not need to pay the gross profit share to the Company for that respective month. The loss would be accumulated to the next month and the gross profit would only be distributed when there is a positive business margin, and so on.

8. Without the written consent of the Company, Shenzhen WealthGo shall not conduct external financing or sell its own shares. In the case where Shenzhen WealthGo does not have a change in control or change of its core team, and that the investors are non-competitors, the Company shall not object to the financing of Shenzhen WealthGo.

9. In case that the vending machines reach 10,000 sets, the Company agreed to issue its shares or acquire not less than 51% of the shares of Shenzhen WealthGo in accordance with the Rules (the “**GEM Listing Rules**”) Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the fair market price, but subject to the approval of the Stock Exchange and the passing of the resolutions by the shareholders.

10. Mr. Wang and Mr. Chen undertake that they shall bear the liability jointly and severally for the responsibilities and obligations of Shenzhen WealthGo under the Cooperation Agreement, until all debts and principals under the Cooperation Agreement have been paid off.

11. Shenzhen WealthGo, Mr. Wang and Mr. Chen jointly undertake and guarantee that all their respective companies or entities that are directly or indirectly invested by each of them would no longer engage in the same or similar business as the Project from the date when all the parties enter into a formal cooperation.

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

Hong Kong, 11 April 2019

*As at the date of this announcement, the executive Directors of the Company are Mr. Xiang Xin (Chairman), Mr. Chan Cheong Yee and Mr. Yip, Wing Ho; 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 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 aspects 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](http://www.8171.com.hk).*

*\* For identification purposes only*