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**KITH HOLDINGS LIMITED**  
**(PROVISIONAL LIQUIDATORS APPOINTED)**

**僑威集團有限公司\***

**(已委任臨時清盤人)**

*(Incorporated in Bermuda with limited liability)*

(Stock code: 1201)

**CONDITIONS FOR RESUMPTION OF TRADING IN  
THE SHARES OF THE COMPANY**

This announcement is made pursuant to Rule 13.09 of the Listing Rules.

Reference is made to the announcements of the Company dated 25 February 2014, 3 July 2014, 24 July 2014 and 6 August 2014 (the "Announcements"). Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Announcements.

By a letter dated 29 October 2014, the Stock Exchange informed the Company that it has decided to allow the Company to proceed with the resumption proposal dated 4 August 2014 and the subsequent submissions (the "Proposal"), subject to satisfying the following conditions by 31 March 2015:-

1. Completion of the transactions under the Proposal;
2. Inclusion in an announcement or open offer prospectus:
  - (a) a profit forecast for the two years ending 31 December 2015 and the period ending 30 June 2016 together with reports from the auditors and the financial adviser under Rules 14.62(2) and (3);
  - (b) a pro forma balance sheet upon completion of the Proposal; and
  - (c) a statement from the directors (including the proposed directors) confirming working capital sufficiency for at least 12 months from trading resumption and a comfort letter from the auditors on the directors' statement.
3. Withdrawal or dismissal of the winding up petition and discharge of the provisional liquidators; and

4. Publication of all outstanding financial results with any major audit qualifications properly addressed.

The Listing Division may modify the resumption conditions if the Company's situation changes.

The Company will publish an announcement as soon as possible to inform the public of the major terms of the Proposal.

**Shareholders of the Company and potential investors should note that the implementation of the Proposal is subject to the conditions being fulfilled or waived, as applicable. The release of this announcement is not an indication that the Proposal will be completed or trading of the Shares will be resumed.**

## **GENERAL**

As at the date of this announcement, the board of Directors of the Company comprises Mr. Zhou Jin, Mr. Tao Fei Hu, Mr. Wang Feng Wu, Ms. Cheng Hung Mui, Mr. Zhang Xiaofeng, Mr. Liu Qingchang, Mr. Wei Ren and Mr. Liu Shihong as executive Directors, Mr. Gou Min and Ms. Connie Xiaohua Zhang as non-executive Directors, Mr. Ho Chun Chung, Patrick as independent non-executive Director.

At the request of the Company, trading in the Shares on the Stock Exchange was halted with effect from 9:00 a.m. on 18 December 2013. Trading in the Shares will remain suspended until further notice.

For and on behalf of  
**Kith Holdings Limited**  
**(Provisional Liquidators Appointed)**  
**Lai Kar Yan (Derek)**  
**Darach E. Haughey**  
**Ho Kwok Leung Glen**  
**Yeung Lui Ming (Edmund)**  
*Joint and Several Provisional Liquidators*  
*Acting as agents without personal liability*

Hong Kong, 11 November 2014

*\* For identification purpose only*