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福建諾奇股份有限公司

Fujian Nuoqi Co., Ltd.

(a joint stock limited liability company incorporated in the People's Republic of China)

(Stock Code: 1353)

CONDITIONS FOR RESUMPTION OF TRADING

At the request of the Company, trading in the shares of the Company on the Stock Exchange was suspended with effect from 11:25 a.m. on 23 July 2014, and it will remain suspended pending the release of further information by the Company.

On 7 November 2014, the Board received the Letter from the Stock Exchange, in which the Stock Exchange stated the Resumption Conditions for the Company.

Reference is made to:

- (i) the announcement of the Company dated 23 July 2014 in respect of the suspension of trading in the shares of Company on 23 July 2014;
- (ii) the holding announcements of the Company dated 25 July 2014 and 31 July 2014 in relation to, among others, the Incidents;
- (iii) the announcement of the Company dated 4 August 2014 in relation to, among others, the postponement of payment of final dividend by the Company for the year ended 31 December 2013;
- (iv) the August Announcement;
- (v) the announcement of the Company dated 28 August 2014 in relation to, among others, the delay in publication of the interim results of the Group for the six months ended 30 June 2014; and
- (vi) the announcement of the Company dated 24 October 2014 in relation to, among others, the update on affairs of the Group.

Capitalised terms used herein shall have the same meanings as those defined in the August Announcement unless otherwise specified.

SUSPENSION OF TRADING

At the request of the Company, trading in the shares of the Company on the Stock Exchange was suspended with effect from 11:25 a.m. on 23 July 2014, and it will remain suspended pending the release of further information by the Company.

RESUMPTION CONDITIONS IMPOSED BY THE STOCK EXCHANGE

On 7 November 2014, the Board received a (“**Letter**”) from the Stock Exchange, in which the Stock Exchange stated the following conditions (“**Resumption Conditions**”) for the resumption of trading in the shares of the Company:

- (a) demonstrate that the Company has sufficient operations or value of assets under Rule 13.24 of the Listing Rules;
- (b) engage an independent forensic specialist acceptable to the Stock Exchange to conduct forensic investigations on the Incidents;
- (c) demonstrate that the Company has put in place adequate financial reporting procedures and internal control systems;
- (d) demonstrate that there is no reasonable regulatory concern about management integrity which will pose a risk to investors and damage market confidence;
- (e) publish all outstanding financial results and address any audit qualifications; and
- (f) inform the market about all material information of the Company.

The Company is also required to comply with the Listing Rules and all applicable laws and regulations in Hong Kong and its place of incorporation before resumption. The Stock Exchange noted that it may modify any of the above and/or impose further conditions if the situation changes.

The Company is now taking appropriate steps to fulfill the Resumption Conditions and will keep its shareholders and potential investors informed of the progress as and when appropriate.

By Order of the Board
Fujian Nuoqi Co., Ltd.
Ding Canyang
Executive Director

Hong Kong, 14 November 2014

As at the date of this announcement, the executive Directors are Ding Hui, Ding Canyang, Chen Quanyi; the non-executive Directors are Han Huiyuan and Ding Lixia; and the independent non-executive Directors are Qi Xiaozhai, Hsu Wai Man, Helen and Dai Zhongchuan.