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*20 years, young HC!*

**HC INTERNATIONAL, INC.**

**慧聪网有限公司\***

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 2280)**

**(Stock Code: 05839)**

**TERMINATION AGREEMENTS OF  
(1) DISCLOSEABLE TRANSACTION AND CONNECTED  
TRANSACTION: PROPOSED DISPOSAL OF XIZANG RUIJING; AND  
(2) CONNECTED TRANSACTION:  
PROPOSED OFF-MARKET SHARE BUY-BACKS**

Reference is made to the announcements of HC International, Inc. (the “**Company**”) dated 6 May 2016, 13 May 2016, 27 May 2016, 30 May 2016, 6 June 2016, 29 June 2016, 30 June 2016, 29 July 2016, 4 August 2016, 23 August 2016, 14 September 2016, 21 September 2016 and 23 September 2016 (the “**Announcements**”) and the circular of the Company dated 30 August 2016 in relation to, among other things, (i) a very substantial disposal, major transaction and connected transaction; (ii) a discloseable transaction and connected transaction; and (iii) a connected transaction in relation to application of the buy-backs of the shares of the Company. Capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements, unless the context herein otherwise requires.

**TERMINATION AGREEMENTS IN RESPECT OF EQUITY TRANSFER AGREEMENT, THE ASSET TRANSFER AGREEMENT, THE TERMINATION AGREEMENT, SUPPLEMENTAL PARTNERSHIP AGREEMENTS AND SUPPLEMENTAL DEED (COLLECTIVELY “THE AGREEMENTS”)**

Following the termination in respect of the Framework Agreement (as supplemented by the First Supplemental Agreement and the Second Supplemental Agreement) as announced by the Company dated 21 September 2016, on 26 September 2016, the parties below entered into termination agreements (the “**Termination Agreements**”) to terminate the Agreements respectively:

- (1) Mr. Guo, Mr. Liu, Beijing Huicong Construction and Xizang Ruijing entered into a termination agreement to terminate the Equity Transfer Agreement in respect of the proposed transfer of the entire equity interest in Beijing Zhixing Ruijing from Mr. Guo and Mr. Liu to Beijing Huicong Construction and Xizang Ruijing;

\* For identification purposes only

- (2) Orange Triangle and Beijing Zhixing Ruijing entered into a termination agreement to terminate the Asset Transfer Agreement in respect of the proposed transfer of, among others, certain intellectual property rights owned by Orange Triangle from Orange Triangle to Beijing Zhixing Ruijing;
- (3) Mr. Guo, Mr. Liu, Orange Beijing, Beijing Zhixing Ruijing and Orange Triangle entered into a termination agreement to terminate the Termination Agreement in respect of the proposed termination of the Existing Structured Contracts;
- (4) Beijing Huicong Construction and the Zhixing Ex-Shareholders entered into a termination agreement to terminate the Supplemental Partnership Agreement (as supplemented by the Second Supplemental Partnership Agreement and the Third Supplemental Partnership Agreement) in respect of, among others, the proposed Reward Mechanism; and
- (5) The Company, NAVI-IT and the Zhixing Ex-Shareholders entered into a termination agreement to formally terminate the Supplemental Deed in respect of the proposed Buy-Backs.

Under the Termination Agreements, (i) the Agreements as set out above shall be terminated and of no further legal effect; (ii) all the rights and obligations of each of the parties to the respective Agreements shall be terminated and discharged; and (iii) the parties to the respective Agreements confirmed that there is no unperformed obligations, disagreement or dispute among the parties thereto.

By order of the Board of  
**HC International, Inc.**  
**Guo Jiang**  
*Chief Executive Officer and Executive Director*

Beijing, the People's Republic of China, 26 September 2016

As at the date of this announcement, the Board comprises:

Mr. Guo Fansheng (*Executive Director and Chairman*)  
Mr. Guo Jiang (*Executive Director and Chief Executive Officer*)  
Mr. Lee Wee Ong (*Executive Director and Chief Financial Officer*)  
Mr. Liu Jun (*Executive Director*)  
Mr. Li Jianguang (*Non-executive Director*)  
Mr. Wong Chi Keung (*Non-executive Director*)  
Mr. Zhang Ke (*Independent Non-executive Director*)  
Mr. Zhang Tim Tianwei (*Independent Non-executive Director*)  
Mr. Tang Jie (*Independent Non-executive Director*)

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement, and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.*