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## **TIANHE CHEMICALS GROUP LIMITED**

天合化工集團有限公司

*(Incorporated in the British Virgin Islands with limited liability)*

(Stock Code: 1619)

### **CLARIFICATION ANNOUNCEMENT**

This announcement is made by Tianhe Chemicals Group Limited (the "**Company**") pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**"), and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the announcement published by the Company on 25 May 2017 in relation to the trading suspension in the Company's shares directed by the Securities and Futures Commission (the "**Commission**") under Rule 8(1) of the Securities and Futures (Stock Market Listing) Rules (the "**Rule 8(1) Direction**").

The board of directors of the Company would like to clarify that the Commission issued the Rule 8(1) Direction because it appears to the Commission that:

- (1) the prospectus dated 9 June 2014 and the clarification announcements dated 10 September and 8 October 2014 issued by the Company contained materially false, incomplete or misleading information;
- (2) it is necessary or expedient to do so in the interest of maintaining an orderly and fair market in the shares of the Company; and
- (3) it is in the interest of the investing public or in the public interest, or it is appropriate for the protection of investors generally or for the protection of investors in the shares of the Company to do so.

The Company is entitled to make representation in respect of the Rule 8(1) Direction to the Commission under Rule 9 of the Securities and Futures (Stock Marketing Listing) Rules. The Company is seeking further legal advice as to its rights, as well as how to address and resolve the Commission's concerns going forward and resume trading of the shares.

The Company will make further announcement(s) as and when appropriate.

By order of the Board of Directors  
**Tianhe Chemicals Group Limited**  
**WEI Qi**  
*Chairman and Executive Director*

Hong Kong, 25 May 2017

*As at the date of this announcement, the Board of Directors of the Company comprises WEI Qi, WEI Xuan, Joseph LEE and JIANG Po, as executive Directors; Homer SUN, as non-executive Director; LOKE Yu (alias LOKE Hoi Lam), CHAN Kin Sang and XU Xiaodong, as independent non-executive Directors.*