

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



**星美控股**  
**SMI HOLDINGS GROUP LIMITED**  
**星美控股集團有限公司**  
*(Incorporated in Bermuda with limited liability)*  
**(Stock Code: 198)**

**LAPSE OF THE MEMORANDUM OF UNDERSTANDING  
IN RELATION TO THE PROPOSED ACQUISITION**

Reference is made to the announcements of SMI Holdings Group Limited (the “**Company**”) respectively dated 31 May 2018 and 31 July 2018 (the “**Announcements**”) in relation to the Memorandum of Understanding (as amended and supplemented by the Supplemental Memorandum of Understanding) (the “**MOU**”). Unless otherwise stated, capital terms used herein shall have the same meanings as those defined in the Announcements.

Pursuant to the MOU, the MOU shall expire on 28 September 2018 or upon execution of the Formal Agreement, whichever is earlier unless extended by both the Vendor and the Company in writing. As no Formal Agreement has been entered into by the parties, and the Company and the Vendor have not agreed on any further extension of the Term, the MOU lapsed on 28 September 2018 pursuant to the terms thereof.

The Board considers that the lapse of the MOU has no material adverse impact on the existing business operation and financial position of the Group.

## **CONTINUED TRADING SUSPENSION**

At the request of the Company, trading in the shares of the Company on the Stock Exchange has been halted with effect from 9:00 a.m. on Monday, 3 September 2018. In view of the uncertainties regarding the going concern of the Group, business operations and liquidity position of the Group and pending the verification and clarification of various matters which are considered to be inside information relating to the Group, trading of the shares of the Company will remain suspended until further notice.

**The Company will make further announcement(s) in accordance with the Listing Rules and the Inside Information Provisions as and when necessary in relation to any material development in connection with the above matters.**

By order of the Board of  
**SMI Holdings Group Limited**  
**Hung Ka Hai Clement**  
*Non-Executive Director*

Hong Kong, 2 October 2018

*As at the date of this announcement, the Board of Directors comprises four Directors, including Mr. Hung Ka Hai Clement as non-executive Director and Mr. Pang Hong, Mr. LI Fusheng and Mr. WONG Shui Yeung as independent non-executive Directors.*