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**SINOREF**

**SINOREF HOLDINGS LIMITED**

**華耐控股有限公司**

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

**(Stock Code: 1020)**

**SUPPLEMENTAL MEMORANDUM TO THE  
MEMORANDUM OF UNDERSTANDING  
IN RESPECT OF THE POSSIBLE ACQUISITION OF  
THE ENTIRE EQUITY INTEREST IN  
BRILLIANT KING GLOBAL LIMITED**

This announcement is made by Sinoref Holdings Limited (the “**Company**”) pursuant to Part XIVA of the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong and Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

Reference is made to the announcement (the “**Announcement**”) of the Company dated 24 July 2014 in relation to the memorandum of understanding regarding the possible acquisition of the entire equity interest in Brilliant King Global Limited (the “**Memorandum of Understanding**”). Terms used herein shall have the same meanings as defined in the Announcement unless the context requires otherwise.

On 22 September 2014 (after trading hours), the Company and the Vendor entered into a supplemental memorandum to the Memorandum of Understanding (the “**Supplemental Memorandum**”) to amend certain terms contained in the Memorandum of Understanding.

Pursuant to the Supplemental Memorandum, the Company and the Vendor agreed to (i) extend the duration of the due diligence period, such that the Company or the agents/consultants engaged thereby shall complete the due diligence review on the legal, financial and business aspects of the Target Group within 150 days upon the execution of the Memorandum of Understanding; and (ii) amend the termination clause in the Memorandum of Understanding, such that if the Formal Agreement is not entered into within eight months from the date of the Memorandum of Understanding (or such later date as agreed by the parties thereto), the Memorandum of Understanding shall be terminated.

Save as disclosed above, other terms of the Memorandum of Understanding shall remain effective upon the execution of the Supplemental Memorandum.

**The Board wishes to emphasise that no binding agreement in relation to the Possible Acquisition has been entered into by the Purchaser and the Vendor as at the date of this announcement. As such, the Possible Acquisition may or may not proceed. If the Possible Acquisition materialises, it will constitute a notifiable and connected transaction of the Company under the Listing Rules.**

**Shareholders and potential investors are urged to exercise caution when dealing in the Shares. Further announcement in respect of the Possible Acquisition will be made by the Company as and when appropriate in accordance with the Listing Rules.**

By order of the Board  
**Sinoref Holdings Limited**  
**Xu Yejun**  
*Chairman*

Hong Kong, 22 September 2014

*As at the date of this announcement, the executive Directors are Mr. Xu Yejun, Mr. Zhao Ping and Mr. Ho Yuk Hay, the non-executive Director is Mr. Chow Chi Wa, and the independent non-executive Directors are Mr. Yao Enshu, Mr. Tsui Siu Hang Steve and Mr. Wong Kwong Chi.*