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## **Evershine Group Holdings Limited**

**永耀集團控股有限公司**

*(Incorporated in Hong Kong with limited liability)*

**(Stock Code: 8022)**

### **TERMINATION OF THE MEMORANDUM OF UNDERSTANDING IN RELATION TO THE POSSIBLE ACQUISITION OF PROPERTY IN THE PRC**

On 12 May 2015, the Vendor and the Company entered into the Termination Agreement, pursuant to which the parties thereto have agreed to terminate the Memorandum with immediate effect in consideration of the Vendor agreeing to pay the Company a sum of HK\$30,000,000 in cash upon signing of the Termination Agreement, and in consideration of each of the Vendor and the Company agreeing to release and discharge each other from their respective past, present and future duties, obligations and liabilities as set out in the Memorandum, notwithstanding any clauses therein.

This announcement is made by Evershine Group Holdings Limited (the “**Company**”) pursuant to Rule 17.10 of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance.

Reference is made to the announcement (the “**Announcement**”) of the Company dated 27 April 2015, in relation to, among others, the Memorandum. Unless otherwise defined herein, capitalised terms used herein shall have the same meanings as defined in the Announcement.

#### **THE TERMINATION AGREEMENT**

Pursuant to the Memorandum, in consideration of the Vendor agreeing to enter into the Memorandum on terms set out therein, the Company paid to the Vendor a deposit (the “**Deposit**”) in the sum of HK\$30,000,000 to the Vendor as refundable deposit upon the signing of the Memorandum.

On 12 May 2015, the Vendor and the Company entered into a termination agreement (the “**Termination Agreement**”), pursuant to which the parties thereto have agreed to terminate the Memorandum with immediate effect in consideration of the Vendor agreeing to pay the Company a sum of HK\$30,000,000 in cash upon signing of the Termination Agreement, and in consideration of each of the Vendor and the Company agreeing to release and discharge each other from their respective past, present and future duties, obligations and liabilities as set out in the Memorandum, notwithstanding any clauses therein.

The Directors consider that the entering into of the Termination Agreement has no material adverse impact on the operation and financial position of the Group.

By order of the Board  
**Evershine Group Holdings Limited**  
**Wu Wenbei**  
*Chairman and Executive Director*

Hong Kong, 12 May 2015

*As of the date hereof, the executive Directors are Mr. Wu Wenbei and Ms. Lin Yan Jenny; and the independent non-executive Directors are Ms. Lam Yuk Ying, Elsa, Mr. Liu Kwong Sang and Mr. He Qinglong.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the GEM website at <http://www.hkgem.com> on the “Latest Company Announcements” page for at least seven days from the date of its posting and the Company’s website at <http://www.8022hk.com>.*