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罕王  
HANKING

## CHINA HANKING HOLDINGS LIMITED

### 中國罕王控股有限公司

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

**(Stock code: 03788)**

### CHANGE IN SHAREHOLDING

This announcement is made by China Hanking Holdings Limited (the “**Company**”) on a voluntary basis.

The Company has been informed that Ms. Yang Min (楊敏) (“**Ms. Yang**”, a controlling shareholder of the Company) intends to transfer, through China Hanking (BVI) Limited (“**China Hanking (BVI)**”, a company incorporated in the British Virgin Islands and wholly owned by Ms. Yang), 80,000,000 ordinary shares in the Company (representing approximately 4.372% of the total issued shares of the Company as at the date of this announcement) to Mr. Yang Jiye (楊繼野) (“**Mr. Yang**”, the son of Ms. Yang, a controlling shareholder and an executive director of the Company), through Tuochuan Capital Limited (“**Tuochuan Capital**”, a company incorporated in the British Virgin Islands and wholly owned by Mr. Yang), at a nominal consideration (the “**Proposed Further Transfer**”).

Upon completion of the Proposed Further Transfer:

- (a) Mr. Yang’s interest in the voting rights of the shares of the Company (including shares held by Bisney Success Limited and Tuochuan Capital) will increase from approximately 39.357% to approximately 43.729% of the total issued shares of the Company;
- (b) Ms. Yang’s interest in the voting rights of the shares of the Company (including shares held by Best Excellence Limited and China Hanking (BVI)) will decrease from approximately 32.778% to approximately 28.407% of the total issued shares of the Company; and
- (c) Ms. Yang and Mr. Yang will continue to have an aggregate interest of approximately 72.136% in the total issued shares of the Company.

## IMPLICATIONS UNDER THE TAKEOVERS CODE

As Mr. Yang holds not less than 30% but not more than 50% of the voting rights of the Company, and the Proposed Further Transfer will result in increasing Mr. Yang's holding of voting rights of the Company by more than 2% from the lowest percentage holding of Mr. Yang in the 12-month period ending on and inclusive of the date of completion of the Proposed Further Transfer, Mr. Yang is required to make a mandatory general offer for all the issued shares of the Company pursuant to Rule 26.1 of the Hong Kong Code on Takeovers and Mergers (the "**Takeovers Code**") unless a waiver is granted by the Executive Director of the Corporate Finance Division of the Securities and Futures Commission or any delegate of the Executive Director (the "**Executive**").

Mr. Yang has applied for, and the Executive has granted, a waiver pursuant to Note 6(a) to Rule 26.1 of the Takeovers Code of the obligation of Mr. Yang to make a general offer for the shares of the Company arising from the Proposed Further Transfer.

By order of the Board  
**China Hanking Holdings Limited**  
**Yang Jiye**  
*Chairman and Executive Director*

Shenyang, the PRC, 6 October 2017

*As at the date of this announcement, the executive directors of the Company are Mr. Yang Jiye, Dr. Pan Guocheng, Mr. Zheng Xuezi, Dr. Qiu Yumin and Mr. Xia Zhuo; the non-executive director of the Company is Mr. Kenneth Jue Lee; and the independent non-executive directors of the Company are Mr. Wang Ping, Dr. Wang Anjian and Mr. Ma Qingshan.*