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YUXING INFOTECH INVESTMENT HOLDINGS LIMITED

裕興科技投資控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 8005)

(1) ANNOUNCEMENT PURSUANT TO RULE 3.7 AND RULE 3.8 OF THE TAKEOVERS CODE AND RULE 17.10 OF THE GEM LISTING RULES AND INSIDE INFORMATION PROVISIONS UNDER PART XIVA OF THE SECURITIES AND FUTURES ORDINANCE AND (2) RESUMPTION OF TRADING

This announcement is made by Yuxing InfoTech Investment Holdings Limited (the “**Company**”) pursuant to Rule 3.7 and Rule 3.8 of The Hong Kong Code on Takeovers and Mergers (the “**Takeovers Code**”), Rule 17.10 of the Rules Governing the Listing of Securities on the Growth Enterprise Market (the “**GEM Listing Rules**”) of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (“**SFO**”).

The board of directors (the “**Board**”) of the Company has noted the recent increases in the price and trading volume of the shares of the Company (the “**Shares**”). Having made such enquiry with respect to the Company as is reasonable in the circumstances, the Board confirms that save as disclosed below, it is not aware of any reasons for the increase in the price and trading volume of the Shares or of any information which must be announced to avoid a false market in securities of the Company or of any inside information that needs to be disclosed under Part XIVA of the SFO.

The Board wishes to inform the shareholders of the Company (the “**Shareholders**”) and potential investors that as advised by the controlling shareholder (within the meaning of the GEM Listing Rules) of the Company, Super Dragon Co., Ltd. (a company which was interested in approximately 36.83% of the existing issued share capital of the Company as at the date of this announcement) that it is in preliminary discussions with independent third party in relation to a possible sale of some or all of its shareholding in the Company (“**Possible Transaction**”). The Company has been informed that no legally binding agreement has been entered into in respect of the Possible Transaction as at the date of this announcement. The Possible Transaction may or may not materialise. Further announcement(s) will be made by the Company in relation to the Possible Transaction as and when appropriate.

Further, the Company has expressed an interest in subscribing for shares (“**Possible Subscription**”) in the initial public offering of shares in a company which has applied for a listing on the main board of the Stock Exchange. The Company will decide whether or not it will proceed with the subscription and if so, the amount of such subscription, when it is being offered a subscription of a certain number of shares in such company, having regard to the requirements of Rule 4 of the Takeovers Code and the requirements of the GEM Listing Rules. Further announcement(s) will be made by the Company in relation to the Possible Subscription as and when appropriate.

There is no assurance that any transaction mentioned in this announcement will materialise or eventually be consummated and the discussions may or may not lead to a general offer for Shares. The Possible Subscription may or may not proceed. Shareholders and potential investors are advised to exercise caution when dealing in the Shares and/or other securities of the Company.

Securities of the Company

In compliance with Rule 3.8 of the Takeovers Code, the relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) of the Company in issue comprise 1,792,116,800 Shares of HK\$0.025 each as at the date of this announcement. Save for the aforesaid, the Company has no other relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) as at the date hereof.

Dealing disclosures

The associates of the Company (including Shareholders having interests of 5% or more in the relevant securities in the Company) are hereby reminded to disclose their dealings in any relevant securities of the Company under Rule 22 of the Takeovers Code.

In accordance with Rule 3.8 of the Takeovers Code, reproduced below is the full text of Note 11 to Rule 22 of the Takeovers Code:

“Responsibilities of stockbrokers, banks and other intermediaries

Stockbrokers, banks and others who deal in relevant securities on behalf of clients have a general duty to ensure, so far as they are able, that those clients are aware of the disclosure obligations attaching to associates and other persons under Rule 22 and that those clients are willing to comply with them. Principal traders and dealers who deal directly with investors should, in appropriate cases, likewise draw attention to the relevant Rules. However, this does not apply when the total value of dealings (excluding stamp duty and commission) in any relevant security undertaken for a client during any 7 day period is less than HK\$1 million.

This dispensation does not alter the obligation of principals, associates and other persons themselves to initiate disclosure of their own dealings, whatever total value is involved.

Intermediaries are expected to co-operate with the Executive in its dealings enquiries. Therefore, those who deal in relevant securities should appreciate that stockbrokers and other intermediaries will supply the Executive with relevant information as to those dealings, including identities of clients, as part of that co-operation.”

For the avoidance of doubt, the meaning of Executive as set out above has the meaning ascribed to it under the Takeovers Code, being the Executive Director of the Corporate Finance Division of the Securities and Futures Commission or any delegate of the Executive Director.

Resumption of trading

Trading in the Shares on the Stock Exchange was halted at the request of the Company with effect from 9:00 a.m. on 4th December 2013 pending the release of this announcement. Application has been made by the Company for resumption of trading in the Shares on the Stock Exchange with effect from 9:00 a.m. on 5th December 2013.

By Order of the Board
Yuxing InfoTech Investment Holdings Limited
SHI Guang Rong
Executive Director

Hong Kong, 4th December 2013

* *For identification purposes only*

As at the date hereof, the executive directors of the Company are Mr. Zhu Wei Sha, Mr. Chen Fu Rong, Mr. Shi Guang Rong, Mr. Wang An Zhong and Mr. Zhu Jiang; and the independent non-executive directors of the Company are Mr. Wu Jia Jun, Mr. Zhong Peng Rong and Ms. Shen Yan.

This announcement, for which the directors of the Company 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 of the Company, 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 “Latest Company Announcements” page of the GEM website at www.hkgem.com for at least 7 days from the date of its publication and on the website of the Company at www.yuxing.com.cn.

The directors of the Company jointly and severally accept full responsibility for the accuracy of information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.