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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)

DISCLOSEABLE TRANSACTION DISPOSAL AND ACQUISITION OF LISTED SECURITIES

Reference is made to the announcement of the Company dated 28th June 2016 in relation to the disposal of Ping An A Shares and acquisition of Ping An H Shares.

On 30th August 2016, the Company announces that the Group has further disposed a total of approximately 7.46 million Ping An A Shares in a series of transactions on the market for aggregate gross sale proceeds of approximately RMB255.4 million (equivalent to approximately HK\$296.5 million) (excluding transaction costs) and the Group acquired a total of 7.5 million Ping An H Shares in a series of transactions on the market for an aggregate consideration of approximately HK\$301.1 million (excluding transaction costs).

As one or more of the applicable percentage ratios calculated under the GEM Listing Rules in respect of (i) the Disposal; (ii) the Acquisition; and (iii) when respectively aggregated with the Previous Transactions are more than 5% but less than 25%, the Disposal and the Acquisition respectively constitutes and when aggregated with the Previous Transactions constitutes discloseable transactions of the Company, and is therefore subject to the reporting and announcement requirements under Chapter 19 of the GEM Listing Rules.

Reference is made to the announcement of the Company dated 28th June 2016 in relation to the disposal of Ping An A Shares and acquisition of Ping An H Shares.

THE DISPOSAL AND THE ACQUISITION

On 30th August 2016, the Company announces that the Group has further disposed a total of approximately 7.46 million Ping An A Shares in a series of transactions on the market for aggregate gross sale proceeds of approximately RMB255.4 million (equivalent to approximately HK\$296.5 million) (excluding transaction costs). On the same day, the Group acquired a total of 7.5 million Ping An H Shares in a series of transactions on the market for an aggregate consideration of approximately HK\$301.1 million (excluding transaction costs).

As the Disposal and the Acquisition were made on the market, the Company is not aware of the identities of the purchasers of the Ping An A Shares and the identities of the sellers of the Ping An H Shares. To the best of the knowledge, information and belief of the Directors, having made all reasonable enquiries, each of the purchasers of the Ping An A Shares and each of the sellers of the Ping An H Shares and their ultimate beneficial owners are third parties independent of the Company and its connected persons (as defined in the GEM Listing Rules).

Assets Disposed

The Group disposed of approximately 7.46 million Ping An A Shares on 30th August 2016, representing 0.069% of the total issued Ping An A shares and 0.041% of the total issued share capital of Ping An (based on the total of 18,280,241,410 shares of Ping An in issue, of which 10,832,664,498 were A Shares as at 31st July 2016 according to publicly available information).

Disposal Consideration

The aggregate gross sale proceeds of the Disposal is approximately RMB255.4 million (equivalent to approximately HK\$296.5 million) (excluding transaction costs), which is received in cash on settlement. The consideration for the Disposal represented the market price of the Ping An A Shares at the time of the Disposal. The use of the sale proceeds is to complete the Acquisition.

Assets Acquisition

The Group acquired 7.5 million Ping An H Shares on 30th August 2016, representing 0.101% of the total issued Ping An H Shares and 0.041% of the total issued share capital of Ping An (based on the total of 18,280,241,410 shares of Ping An in issue, of which 7,447,576,912 were H Shares as at 31st July 2016 according to publicly available information).

Acquisition Consideration

The aggregate consideration for the Acquisition is approximately HK\$301.1 million (excluding transaction costs), which is paid in cash on settlement. The consideration for the Acquisition represented the market price of the Ping An H Shares at the time of the Acquisition.

REASONS FOR AND BENEFITS OF THE DISPOSAL AND THE ACQUISITION

The Company is an investment holding company with subsidiaries that are principally engaged in the research and development, design, manufacturing, marketing and sale of information home appliances (mainly set-top boxes) and complementary products for distribution and sales in the PRC, Hong Kong and global markets. The current major operating segments of the Group are information home appliances, investing and trading.

The Group constantly reviews and manages its investment portfolios. As part of such review and management, the Group has disposed a total of approximately 7.46 million Ping An A Shares on the market and acquired a total of 7.5 million Ping An H Shares on the market today (“Financial Management Actions”). Such Financial Management Actions are expected to minimise the currency risk arising from the fluctuation of RMB.

As a result of the Disposal, the Group is expecting to recognise an accounting gain on the disposal of available-for-sale financial assets of approximately HK\$122.6 million as the cumulative gains previously recognised in the other comprehensive income will be reclassified from equity to profit or loss as a reclassification adjustment. Such accounting gain is expected to have a positive impact on the Group’s financial results.

Having considered (i) the Disposal and the Acquisition are made at market price; (ii) the expectation that the Financial Management Actions will minimise the currency risk arising from the fluctuation of RMB; and (iii) a gain is expected to rise from the Disposal, the Directors (including the independent non-executive Directors) are of the view that the Disposal and the Acquisition are fair and reasonable and in the interests of the Company and its Shareholders as a whole.

INFORMATION ON PING AN

Ping An, a joint stock limited company incorporated in the PRC with limited liability, is one of the leading integrated financial services groups in the PRC. The Ping An A Shares are listed on Shanghai Stock Exchange (Stock code: 601318) and the Ping An H Shares are listed on the Stock Exchange (Stock code: 2318). Save for the Company's holding of the Ping An H Shares, Ping An is a third party independent of the Company and its connected persons (as defined in the GEM Listing Rules).

Set out below is the audited financial information of Ping An for the two years ended 31st December 2014 and 2015 and unaudited financial information of Ping An for the six months ended 30th June 2016 as extracted from its published financial reports, which are available on the website of the Stock Exchange:

	For the financial year ended		For the six months
	31st December		ended 30th June
	RMB ('000,000)		RMB ('000,000)
	(audited)		(unaudited)
	2014	2015	2016
Revenue	530,020	693,220	407,828
Net profit before taxation	62,353	93,413	56,062
Net profit after taxation	47,930	65,178	46,308

The audited net asset value of Ping An as at 31st December 2015 and unaudited net asset value of Ping An as at 30th June 2016 amounted to approximately RMB413,571.0 million and RMB462,592.0 million respectively.

IMPLICATION UNDER THE LISTING RULES

As one or more of the applicable percentage ratios calculated under the GEM Listing Rules in respect of (i) the Disposal; (ii) the Acquisition; and (iii) when respectively aggregated with the Previous Transactions are more than 5% but less than 25%, the Disposal and the Acquisition respectively constitutes and when aggregated with the Previous Transactions constitutes discloseable transactions of the Company, and is therefore subject to the reporting and announcement requirements under Chapter 19 of the GEM Listing Rules.

DEFINITIONS

In this announcement, the following expressions have the following meanings, unless the context requires otherwise:

“Acquisition”	the acquisition by the Group of a total of 7.5 million Ping An H Shares in a series of transactions on the market on 30th August 2016 for aggregate consideration of approximately HK\$301.1 million (excluding transaction costs)
“Board”	the board of Directors
“Company”	Yuxing InfoTech Investment Holdings Limited, a company incorporated in Bermuda with limited liability, the shares of which are listed on the GEM
“connected person”	has the meaning given to it under the GEM Listing Rules
“Directors”	directors of the Company
“Disposal”	the disposal by the Group of a total of approximately 7.46 million Ping An A Shares in a series of transactions on the market on 30th August 2016 for aggregate gross sale proceeds of approximately RMB255.4 million (equivalent to approximately HK\$296.5 million) (excluding transaction costs)
“Previous Transactions”	the Group’s disposal of 2.6 million Ping An A Shares in the market and acquisition of 3.0 million Ping An H Shares in the market as disclosed in the Company’s announcement dated 28th June 2016
“GEM”	the Growth Enterprise Market of the Stock Exchange
“GEM Listing Rules”	the Rules Governing the Listing of Securities on the GEM
“Group”	the Company and its existing subsidiaries
“Ping An”	中國平安保險(集團)股份有限公司(Ping An Insurance (Group) Company of China, Ltd.), a joint stock limited company incorporated in the PRC with limited liability
“Ping An A Share(s)”	“A” share(s) of Ping An which are listed on Shanghai Stock Exchange (Stock code: 601318)
“Ping An H Share(s)”	“H” share(s) of Ping An which are listed on the Stock Exchange (Stock code: 2318)
“PRC”	the People’s Republic of China (other than, for the purpose of this announcement only, Hong Kong, Macau and Taiwan)
“RMB”	Renminbi, the lawful currency of the PRC

“Shareholder(s)”	the shareholder(s) of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“%”	per cent

By Order of the Board
Yuxing InfoTech Investment Holdings Limited
Zhu Wei Sha
Chairman

Hong Kong, 30th August 2016

* *For identification purposes only*

For the purpose of this announcement, transactions of RMB into HK\$ are made for illustration purpose only at the exchange rate of RMB0.8615 to HK\$1.00.

As at the date hereof, the executive Directors are Mr. Zhu Wei Sha, Mr. Li Qiang, Mr. Kevin Choo, Mr. Shi Guang Rong, Mr. Zhu Jiang and Mr. Gao Fei; the independent non-executive Directors are Mr. Wu Jia Jun, Mr. Zhong Peng Rong and Ms. Shen Yan.

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 “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.