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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 ACQUISITION OF LISTED SECURITIES

The Company, through its wholly-owned subsidiaries, acquired in a series of transactions on the market of totaling approximately 6.2 million Shan Shui Culture A Shares for an aggregate purchase price of approximately RMB109.1 million (equivalent to approximately HK\$138.2 million) (including transaction costs) during a period from 24th April 2015 to 8th June 2015.

As one or more of the applicable percentage ratios calculated under the GEM Listing Rules in respect of the Acquisition (up to and including that on 8th June 2015) are more than 5% but less than 25%, the Acquisition constitutes a discloseable transaction of the Company and is therefore subject to the reporting and announcement requirements and is exempt from the shareholders' approval requirement under Chapter 19 of the GEM Listing Rules.

THE ACQUISITION

Between 24th April 2015 and 8th June 2015, the Company, through its wholly-owned subsidiaries, acquired an aggregate of approximately 6.2 million Shan Shui Culture A Shares on the market for an aggregate purchase price of approximately RMB109.1 million (equivalent to approximately HK\$138.2 million) (including transaction costs) based on the then market price of Shan Shui Culture A Shares and was payable from the Group's internal resources.

As the Acquisition was made on the market, the Company is not aware of the identities of the sellers of the Shan Shui Culture A Shares. To the best of the knowledge, information and belief of the Directors, having made all reasonable enquiries, each of the sellers of the Shan Shui Culture A 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 Acquired

Between 24th April 2015 and 8th June 2015, the Company acquired an aggregate of approximately 6.2 million Shan Shui Culture A Shares, representing approximately 3.07% of the total issued share capital of Shan Shui Culture (based on the 202,445,880 total shares of Shan Shui Culture in issue as at 31st March 2015 according to publicly available information).

As a result of certain disposals in the market between 24th April 2015 and 8th June 2015, the Company holds approximately 3.1 million Shan Shui Culture A Shares as at the date of this announcement.

REASONS FOR AND BENEFITS OF 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 market, trading of securities and investing in funds and available-for-sales financial assets. The current major operating segments of the Group are information home appliances, investing and trading.

Having considered the recent performance of Shan Shui Culture, the Company considers that the Acquisition is an attractive investment and can enhance the returns on cash for the Company.

The Acquisition was made at market price and the Directors (including the independent non-executive Directors) are of the view that the Acquisition was fair and reasonable, on normal commercial terms and in the interests of the Company and its Shareholders as a whole.

INFORMATION ON SHAN SHUI CULTURE

Shan Shui Culture, a company incorporated in the PRC with limited liability, is principally engaged in tourism, culture and related industries, including operation of tourism resource, business performance, cultural performance planning and hotel management, etc. The Shan Shui Culture A Shares are listed on Shanghai stock exchange (Stock code: 600234). Save for the Company's holding of the Shan Shui Culture A Shares, Shan Shui Culture is an 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 Shan Shui Culture for the two years ended 31st December 2013 and 2014 and unaudited financial information of Shan Shui Culture for the three months ended 31st March 2015 as extracted from its published financial reports, which are available on the website of Shanghai stock exchange:

	For the financial year ended		For the three
	31st December		months ended
	RMB'000		31st March
	(audited)		RMB'000
	2013	2014	(unaudited)
			2015
Revenue	10,444	10,578	2,745
Profit/(Loss) before taxation	42,743	(11,289)	(10,650)
Profit/(Loss) after taxation	24,249	(20,978)	(10,650)

The unaudited net asset value of Shan Shui Culture as at 31st March 2015 amounted to approximately RMB74.6 million.

IMPLICATION UNDER THE LISTING RULES

As one or more of the applicable percentage ratios calculated under the GEM Listing Rules in respect of the Acquisition (up to and including that on 8th June 2015) are more than 5% but less than 25%, the Acquisition constitutes a discloseable transaction of the Company, and is therefore subject to the reporting and announcement requirements and is exempt from the shareholders' approval requirement under Chapter 19 of the GEM Listing Rules. To the extent that any Further Acquisitions after 8th June 2015 when aggregated constitute a discloseable transaction, the Company will comply with the relevant disclosure requirements to the discloseable transaction under 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 Company of a total of approximately 6.2 million Shan Shui Culture A Shares in a series of transactions on the market from 24th April 2015 to 8th June 2015 for an aggregate purchase price of approximately RMB109.1 million (equivalent to approximately HK\$138.2 million) (including 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
“Further Acquisitions”	any further acquisitions by the Group in Shan Shui Culture A Shares after 8th June 2015
“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
“Shan Shui Culture”	山西廣和山水文化傳播股份有限公司 (Guanghe Landscape Culture Communication Co., Ltd, Shanxi.*), a company incorporated in the PRC with limited liability
“Shan Shui Culture A Share(s)”	“A” share(s) of Shan Shui Culture which are listed on Shanghai Stock Exchange (Stock code: 600234)
“PRC” or “China”	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
“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, 8th June 2015

* For identification only

For the purpose of this announcement, translations of RMB into HK\$ are made for illustration purpose only at the exchange rate of RMB0.7895 to HK\$1.00.

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; 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 Rules Governing the Listing of Securities on The Growth Enterprise Market (“GEM”) of The Stock Exchange of Hong Kong Limited 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 in 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.